Edgar Filing: MICROSEMI CORP - Form 4

| MICROSEM | II CORP | | | | | | | | | | |
|--|--|---|------------------------------------|---|--------|--|----------------------------------|---|--------------|--|--|
| Form 4 September 0 | 4, 2015 | | | | | | | | | | |
| | | | | | | | | | OMB APPROVAL | | |
| Was | | | | RITIES AND EXCHANGE COMMISSION shington, D.C. 20549 | | | | | 3235-0287 | | |
| Check th if no long subject to Section 1 Form 4 o Form 5 | GES IN BENEFICIAL OWNERSHIP O SECURITIES 6(a) of the Securities Exchange Act of 1934 | | | | | Expires:January 31, 2005Estimated average burden hours per response0.5 | | | | | |
| obligations may continue. See InstructionSection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).1(b). | | | | | | | | | | | |
| (Print or Type I | Responses) | | | | | | | | | | |
| PETERSON JAMES J Symbol | | | | Name and Ticker or Trading 5. F Issu SEMI CORP [MSCC] | | | | | | | |
| (Last) | (First) (Middle | | 3. Date of Earliest Transaction (C | | | | | ck all applicable) | | | |
| ONE ENTERPRISE (Month/Date) 09/02/20 | | | | 015 <u>X</u> Office below) | | | | ve title 10% Owner Other (specify below) In of the Board & CEO | | | |
| Filed(Mon | | | | th/Day/Year) App _X_ | | | | Individual or Joint/Group Filing(Check plicable Line) _ Form filed by One Reporting Person _ Form filed by More than One Reporting | | | |
| ALISO VIEJO, CA 92656 | | | | | | | | | | | |
| (City) | (State) (Zip) | Tabl | e I - Non-I | Derivative S | Securi | ities Acquire | ed, Disposed of, | or Beneficiall | y Owned | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date 2A (Month/Day/Year) Ex any (M | 3. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or | | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| Microsemi | | | Code V | Amount | (D) | Price | (Instr. 3 and 4) | | | | |
| Common Stock (1) | 09/02/2015 | | М | 30,000 | А | \$ 25.27 | 278,329 | D | | | |
| Microsemi Common Stock (1) | 09/02/2015 | | S | 30,000 | D | \$ 31.2622 | 248,329 | D | | | |
| Microsemi Common Stock (1) | 09/03/2015 | | М | 60,000 | А | \$ 25.27 | 308,329 | D | | | |
| Microsemi Common | 09/03/2015 | | S | 60,000 | D | \$ 32.1546 | 248,329 | D | | | |

Reporting Owners

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transacti Code (Instr. 8) | 5. Number of iorDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|--|---|---|---|---------------------------------------|---|--------|--|--------------------|---|-------------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option to Buy Common Stock | \$ 25.27 | 09/02/2015 | | М | | 30,000 | <u>(2)</u> | 09/26/2015 | Microsemi Common Stock | 30,000 |
| Employee Stock Option to Buy Common Stock | \$ 25.27 | 09/03/2015 | | М | | 60,000 | <u>(2)</u> | 09/26/2015 | Microsemi Common Stock | 60,000 |

Reporting Owners

| Reporting Owner Name / Address | ress Relationships | | | | | | |
|---|--------------------|--|-----------------------------|-------|--|--|--|
| 1 0 | Director 10% Owner | | Officer | Other | | | |
| PETERSON JAMES J ONE ENTERPRISE ALISO VIEJO, CA 92656 | Х | | Chairman of the Board & CEO | | | | |
| Signatures | | | | | | | |
| Mark Lin, Attorney-in-Fact for James J. Peterson | | | 09/04/2015 | | | | |

Date

Stock (1)

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The transactions reported on this form were executed pursuant to a 10b5-1 plan.

This grant of stock options was issued pursuant to Microsemi Corporation's 1987 Stock Plan, which satisfies the requirements of Rule (2) 16b-3. These options were fully vested and exercisable immediately upon grant. Resale restrictions on shares purchable under these

options lapsed in five equal, annual installments measured from the option grant date. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.