MICROSEMI CORP

Form 4

February 11, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31, Expires:

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OMB APPROVAL

Section 16. Form 4 or Form 5

SECURITIES

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * LEIBEL DENNIS R

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

MICROSEMI CORP [MSCC]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

_X__ Director 10% Owner

ONE ENTERPRISE

(Month/Day/Year) 02/09/2016

Officer (give title __X_ Other (specify below) below)

Lead Independent Director

6. Individual or Joint/Group Filing(Check

(Street) 4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

ALISO VIEJO, CA 92656

(City)	(State) (Z	Cip) Table	I - Non-Do	erivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	(A)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Microsemi Common Stock (1)	02/09/2016		A	4,720	A	\$ 0	14,797	D	
Microsemi Common Stock (2)	02/10/2016		M	5,000	A	\$ 30.68	19,797	D	
Microsemi Common Stock (2)	02/10/2016		S	5,000	D	\$ 31.25	14,797	D	
Microsemi Common							28,000	I	Defined Benefit

Stock Plan $\stackrel{(3)}{=}$

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

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(9-02)

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

		3. Transaction Date (Month/Day/Year)	ransaction Date 3A. Deemed Execution Date, if any (Month/Day/Year)		4. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar	
Non-Qualified Stock Option to Buy Common Stock (2)	\$ 30.68	02/10/2016		M	5,000	<u>(4)</u>	02/22/2016	Microsemi Common Stock	5,0	

Reporting Owners

Reporting Owner Name / Address	Relationsnips						
	Director	Director 10% Owner		Other			
LEIBEL DENNIS R							
ONE ENTERPRISE	X			Lead Independent Director			

ALISO VIEJO, CA 92656

Signatures

Mark Lin, Attorney-in-Fact for Dennis R. Leibel

02/11/2016

**Signature of Reporting Person Date

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) Annual award of stock by Microsemi Corporation pursuant to its non-employee director compensation policy.
- (2) The transactions reported on this form were executed pursuant to a 10b5-1 plan.

Reporting Owners 2

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- (3) Shares are held in a defined benefit pension plan in which the reporting person is the sole trustee and sole beneficiary.
- (4) This non-qualified stock option was granted pursuant to Microsemi Corporation's 1987 Stock Plan, which satisfied the requirements of Rule 16b-3. The option became exercisable on the date of grant.

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.