

Bajwa Najabat H.
Form 4
February 24, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Bajwa Najabat H.

2. Issuer Name and Ticker or Trading Symbol
MINDSPEED TECHNOLOGIES, INC [MSPD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4000 MACARTHUR BLVD., EAST TOWER

3. Date of Earliest Transaction (Month/Day/Year)
02/23/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President

(Street)
NEWPORT BEACH, CA 92660

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	02/23/2012		S			10,658	D	\$ 6.4762 (1)	145,747	D	
Common Stock	02/23/2012		M			6,251	A	\$ 2.12	151,998	D	
Common Stock	02/23/2012		S			6,251	D	\$ 6.5023 (2)	145,747	D	
Common Stock	02/23/2012		M			107	A	\$ 1.7	145,854	D	

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Common Stock	02/23/2012		S	107	D	\$ 6.52	145,747	D	
Common Stock	02/23/2012		M	171	A	\$ 1.7	145,918	D	
Common Stock	02/23/2012		S	171	D	\$ 6.52	145,747	D	
Common Stock	02/23/2012		M	433	A	\$ 1.7	146,180	D	
Common Stock	02/23/2012		S	433	D	\$ 6.53	145,747	D	
Common Stock	02/23/2012		S	1,150	D	\$ 6.51	0	I	By Savings Plan - MSPD ⁽³⁾

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative 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)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 2.12	02/23/2012		M	6,251	04/30/2010 04/30/2017	Common Stock	6,251
Stock Option (Right to Buy)	\$ 1.7	02/23/2012		M	107	05/15/2010 07/30/2012	Common Stock	107
Stock Option	\$ 1.7	02/23/2012		M	171	05/15/2010 01/28/2013	Common Stock	171

