MINDSPEED TECHNOLOGIES, INC Form 8-K July 01, 2008

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

## FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1934

Date of Report (date of earliest event reported): June 30, 2008

## MINDSPEED TECHNOLOGIES, INC.

(Exact Name of Registrant as Specified in its Charter)

**Delaware** (State or Other Jurisdiction of Incorporation or Organization) 000-50499

(Commission File Number)

**01-0616769** (I.R.S. Employer Identification No.)

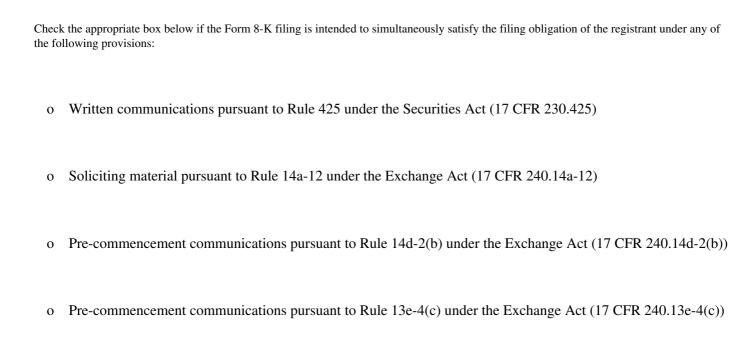
4000 MacArthur Boulevard, East Tower

Newport Beach, California 92660-3095

(Address of Principal Executive Offices) (Zip Code)

#### (949) 579-3000

(Registrant s telephone number, including area code)



#### Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On June 30, 2008, Mindspeed Technologies, Inc. (the Company) filed a Certificate of Amendment to the Restated Certificate of Incorporation (the Certificate of Amendment) of the Company with the Secretary of State of the State of Delaware to effect the previously approved reverse stock split of the Company s outstanding common stock by a ratio of one-for-five and to reduce the number of authorized shares of the Company s common stock by the same ratio. The Certificate of Amendment was effective at 11:59 p.m. EDT on June 30, 2008.

A copy of the Certificate of Amendment is attached hereto as Exhibit 3.1 and is incorporated herein by reference. A copy of the Company s press release, dated July 1, 2008, announcing the effectiveness of the reverse stock split, is furnished as Exhibit 99.1 hereto.

#### Item 9.01 Financial Statements and Exhibits.

- (d) Exhibits.
- 3.1 Certificate of Amendment to the Restated Certificate of Incorporation of the Company
- 99.1 Press Release of the Company, dated July 1, 2008

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#### **SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

#### MINDSPEED TECHNOLOGIES, INC.

Date: July 1, 2008 By: /s/ Brandi R. Steege Brandi R. Steege

Vice President, Legal, and Secretary

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## EXHIBIT INDEX

Exhibit	Description
3.1	Certificate of Amendment to the Restated Certificate of Incorporation of the Company
99.1	Press Release of the Company, dated July 1, 2008
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