

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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): **November 29, 2004**

Zarlink Semiconductor Inc.

(Exact name of Registrant as specified in its charter)

Canada
(Jurisdiction of incorporation)

1-8139
(Commission File No.)

None
(IRS Employer Identification No.)

400 March Road
Ottawa, Ontario, Canada K2K 3H4
(Address of principal executive offices)

Registrant's telephone number: **(613) 592-0200**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

Effective November 29, 2004, Semir D. Sirazi resigned from the Board of Directors of the Company. At the time of his resignation, Mr. Sirazi served on the Audit Committee of the Board.

On November 29, 2004, Kari-Pekka Wilska was appointed to the Board of Directors. As of this date, the Board has not determined to which committees, if any, Mr. Wilska will be appointed.

A copy of the press release announcing Mr. Sirazi's resignation and Mr. Wilska's appointment to the Board of Directors is being furnished as Exhibit 99.1 to this report and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

- (a) Financial Statements of Businesses Acquired - None
- (b) Pro Forma Financial Information - None
- (c) Exhibits:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated November 29, 2004

SIGNATURES

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.

Zarlink Semiconductor Inc.

Dated: November 29, 2004

By: _____
Scott Milligan
Senior Vice President of Finance and Chief
Financial Officer