

MICROCHIP TECHNOLOGY INC
 Form 4
 February 24, 2015

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
 SANGHI STEVE

2. Issuer Name and Ticker or Trading Symbol
 MICROCHIP TECHNOLOGY INC
 [MCHP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/20/2015

Director 10% Owner
 Officer (give title below) Other (specify below)
 President, CEO, Chairman

C/O MICROCHIP TECHNOLOGY INCORPORATED, 2355 WEST CHANDLER BOULEVARD

(Street)

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

CHANDLER, AZ 85224-6199

(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 Indirect Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	02/20/2015		S		25,112	D	\$ 50.67	4,855,638 ⁽¹⁾ I	Shares held Indirectly, by Trust and by Family Partnership. ⁽¹⁾
Common Stock	02/20/2015		S		50,000	D	\$ 50.81	4,805,638 ⁽²⁾ I	Shares held Indirectly, by Trust and by Family

Common Stock	02/24/2015	S	34,010	D	\$ 51.17	4,771,628 ⁽³⁾	I	Partnership. <u>(2)</u> Shares held Indirectly, by Trust and by Family Partnership. <u>(3)</u>
Common Stock	02/24/2015	S	7,250	D	\$ 51.29	4,764,378 ⁽⁴⁾	I	Shares held Indirectly, by Trust and by Family Partnership. <u>(4)</u>
Common Stock	02/24/2015	S	34,000	D	\$ 51.17	4,730,378 ⁽⁵⁾	I	Shares held Indirectly, by Trust and by Family Partnership. <u>(5)</u>

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)

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

SANGHI STEVE
C/O MICROCHIP TECHNOLOGY INCORPORATED X President, CEO, Chairman
2355 WEST CHANDLER BOULEVARD
CHANDLER, AZ 85224-6199

Signatures

Deborah L. Wussler, as 02/24/2015
Attorney-in-Fact

__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) Of the 4,855,638 shares held, 1,818,702 shares were held by The Sanghi Trust; and 3,036,936 shares were held by The Sanghi Family Limited Partnership..
- (2) Of the 4,805,638 shares held, 1,818,702 shares were held by The Sanghi Trust; and 2,986,936 shares were held by The Sanghi Family Limited Partnership..
- (3) Of the 4,771,628 shares held, 1,784,692 shares were held by The Sanghi Trust; and 2,986,936 shares were held by The Sanghi Family Limited Partnership..
- (4) Of the 4,764,378 shares held, 1,777,442 shares were held by The Sanghi Trust; and 2,986,936 shares were held by The Sanghi Family Limited Partnership..
- (5) Of the 4,730,378 shares held, 1,777,442 shares were held by The Sanghi Trust; and 2,952,936 shares were held by The Sanghi Family Limited Partnership..

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.