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MOORTHY Form 4	GANESH											
February 16	, 2011											
FORM	14 UNITED	STATES	SECU	RITIES A	AND EX	СНА	NGE (COMMISSION		PPROVAL		
				shington					Number:	3235-0287		
Check th if no long subject to Section 1 Form 4 c	ger STATEN 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								January 31, 2005 ed average hours per se 0.5		
Form 5 obligatio may con <i>See</i> Instr 1(b).	tinue. Section 17(a) of the	Public U		ding Cor	npan	y Act of	e Act of 1934, f 1935 or Sectio 40	n			
(Print or Type]	Responses)											
MOORTHY GANESH Symb			Symbol					5. Relationship of Reporting Person(s) to Issuer				
			MICROCHIP TECHNOLOGY INC [MCHP]					(Check all applicable)				
				of Earliest Transaction /Day/Year) 2011				Director 10% Owner X Officer (give title Other (specify below) below) Exec. VP & COO				
	RATED, 2355 WI R BOULEVARI							LA	a. vi a coo			
	(Street)			endment, Da	-	ıl		6. Individual or J	oint/Group Fili	ing(Check		
CHANDLE	ER, AZ 85224-619	99	rneu(mo	nth/Day/Yea	г)			Applicable Line) _X_Form filed by Form filed by I Person				
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secu	rities Acc	quired, Disposed o	f, or Beneficia	ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		n Date, if	Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3, Amount	ispose 4 and (A) or	d of (D)	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 Beneficial Ownership (Instr. 4)		
Common Stock	02/15/2011			M				54,584 <u>(1)</u>	I	Held Directly and Indireclty, by Trust. (1)		
Common Stock	02/15/2011			F	310	D	\$ 37.88	54,274 <u>(2)</u>	I	Held Directly and Indirectly, by Trust. (2)		

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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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4,		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
				Code V	and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 37.88	02/15/2011		М	1,031	(3)	(3)	Common Stock	8,255	\$

Reporting Owners

Reporting Owner Name / Address		Relationships					
		Director	10% Owner	Officer	Other		
MOORTHY GANESH C/O MICROCHIP TECHNOLOGY INCORF 2355 WEST CHANDLER BOULEVARD CHANDLER, AZ 85224-6199	PORATED			Exec. VP & COO			
Signatures							
Deborah L. Wussler, as Attorney-in-Fact	02/16/2011						
**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 54,584 shares held, 12,186 shares were held Directly; 42,398 shares were held by Trust.
- (2) Of the 54,274 shares held, 12,186 shares were held Directly; 42,088 shares were held by Trust.
- (3) The restricted stock units will vest in eight equal quarterly installments beginning February 15, 2011 as long as the individual remains a service provider through the vesting date. Vested shares will be delivered to the reporting person upon vest.
- Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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