#### MICROCHIP TECHNOLOGY INC

Form 4

August 05, 2008

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

SIMONCIC RICHARD J			Symbol MICROCHIP TECHNOLOGY INC [MCHP]					Issuer (Check all applicable)			
(Last) (First) (Middle)  C/O MICROCHIP TECHNOLOGY INCORPORATED, 2355 WEST CHANDLER BOULEVARD			3. Date of Earliest Transaction (Month/Day/Year) 08/01/2008					Director 10% Owner _X Officer (give title Other (specify below)  VP, Analog and Intrfc Prod Div			
CHANDL	(Street) ER, AZ 85224-61		If Amendment, Date Original led(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)											
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D) Price			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. 7. Nature of Ownership Indirect Beneficial Form: Ownership Direct (D) or Indirect (I) (Instr. 4)			
Common Stock	08/01/2008			M	1,375		\$ 31.57	78,370 <u>(1)</u>	I	Held Directly and Indirectly by Reporting Person's Wife and Mother-in-Law	
Common Stock	08/01/2008			F	443	D	\$ 31.57	77,927 (2)	I	Held Directly and Indirectly	

by Reporting

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Person's Wife and Mother-in-Law (2)

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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, and 5)		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	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock	\$ 31.57	08/01/2008		M	1,375	(3)	(3)	Restricted Stock Units	9,625	\$

# **Reporting Owners**

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other

SIMONCIC RICHARD J C/O MICROCHIP TECHNOLOGY **INCORPORATED** 2355 WEST CHANDLER BOULEVARD CHANDLER, AZ 85224-6199

VP, Analog and Intrfc Prod Div

### **Signatures**

Deborah L. Wussler, 08/05/2008 Attorney-in-Fact

\*\*Signature of Reporting Person Date

Reporting Owners 2

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## **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 78,370 shares held, 7,276 shares were held Directly; 70,869 shares were held by Trust; and 225 shares were held by Reporting Person's Wife and Mother-in-Law.
- (2) Of the 77,927 shares held, 6,833 shares were held Directly; 70,869 shares were held by Trust; and 225 shares were held by Reporting Person's Wife and Mother-in-Law.
- (3) The restricted stock units vest in eight equal quarterly installments beginning May 1, 2008. 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. 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.