SIMONCIC RICHARD J

Form 4

August 03, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

5 Relationship of Reporting Person(s) to

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

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

2 Jasuar Nama and Tiakar or Trading

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

See Instruction

	C RICHARD J	_	Symbol	OCHIP T				Issuer	p of Reportin	g Person(s) to	
(Last) (First) (Middle) C/O MICROCHIP TECHNOLOGY INCORPORATED, 2355 WEST CHANDLER BOULEVARD			3. Date of Earliest Transaction (Month/Day/Year) 08/01/2010					Director 10% Owner _X Officer (give title Other (specify below) VP, Analog and Intrfc Prod Div			
CHANDL	(Street) ER, AZ 85224-61			nendment, l	_	nal		6. Individual of Applicable Line _X_ Form filed Form filed Person	e) -	ing Person	
(City)	(State)	(Zip)	Ta	ble I - Non	-Derivativ	ve Sec	urities A	cquired, Dispose	d of, or Bene	eficially Owned	
(Instr. 3) any		Execution D	ion Date, if Transaction(A) or Code (Instr. 2			ispose		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	08/01/2010			M	2,750	A	\$ 30.65	125,382 (1)	I	Shares held Directly and Indirectly by Trust and by Reporting Person's Wife and Mother-in-Law.	
	08/01/2010			F	843	D		124,539 (2)	I		

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Common Stock					\$ 30.65			Shares held Directly and Indirectly by Trust and by Reporting Person's Wife and Mother-in-Law (2)	·.
Common Stock	08/02/2010		M 57	75 A	\$ 30.65	125,114 <u>(3)</u>	I	Shares held Directly and Indirectly by Trust and by Reporting Person's Wife and Mother-in-Law (3)	
Common Stock	08/02/2010		F 17	77 D	\$ 30.65	127,937 <u>(4)</u>	I	Shares held Directly and Indirectly by Trust and by Reporting Person's Wife and Mother-in-Law (4)	·.
Reminder: R	eport on a sepai	rate line for each class	s of securities benefic	Persor inform require	ns who resp ation contai ed to respon ys a current	indirectly. ond to the coined in this for the coined in this for the coined unless the ly valid OMB	orm are not form	SEC 1474 (9-02)	
			ive Securities Acquats, calls, warrants,				ned		
1. Title of Derivative Conversion or Exercise (Instr. 3) Price of Derivative Security 1. Title of Conversion or Exercise (Month/Day/Year) Price of Derivative Security		3A. Deemed Execution Date, if any (Month/Day/Year)	Code	5. Number tion Derivati Securities) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ve Expiration (Month/Da		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	V (A) (D)	Date Exercisable	Expiration e Date	Nun	

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Restricted Stock Units	\$ 30.65	08/01/2010	M	2,750	(5)	(5)	Common Stock	11,000
Restricted Stock Units	\$ 30.65	08/02/2010	M	575	<u>(6)</u>	(6)	Common Stock	4,600

Reporting Owners

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, as Attorney-in-Fact 08/03/2010

**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 125,382 shares held, 7,652 shares were held Directly; 117,505 shares were held by Trust; and 225 shares were held by Reporting Person's wife and mother-in-law.
- (2) Of the 124,539 shares held, 7,652 shares were held Directly; 116,662 shares were held by Trust; and 225 shares were held by Reporting Person's wife and mother-in-law.
- (3) Of the 125,114 shares held, 7,652 shares were held Directly; 117,237 shares were held by Trust; and 225 shares were held by Reporting Person's wife and mother-in-law.
- (4) Of the 124,937 shares held, 7,652 shares were held Directly; 117,060 shares were held by Trust; and 225 shares were held by Reporting Person's wife and mother-in-law.
- (5) The restricted stock units vest in four equal quarterly installments beginning May 1, 2010. Vested shares will be delivered to the reporting person upon vest.
- The restricted stock units vest in eight equal quarterly installments beginning February 1, 2010, as long as the individual remains a service (6) provider through the vesting date and the Company achieves performance targets for operating profit in the quarter ending June 30, 2009. 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.

Reporting Owners 3