

MARVELL TECHNOLOGY GROUP LTD
 Form 4
 April 14, 2010

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 *
 Sutardja, Sehat

2. Issuer Name and Ticker or Trading Symbol
 MARVELL TECHNOLOGY GROUP LTD [MRVL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 5488 MARVELL LANE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 04/12/2010

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

SANTA CLARA, CA 95054
 (City) (State) (Zip)

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

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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SEC 1474 (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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 21.14	04/12/2010	A	250,000 (1)					(2)	04/12/2020	Common Shares	250,000
Restricted Stock Units (Right to Acquire)	(3)	04/12/2010	A	100,000 (4)					(5)	04/01/2014	Common Shares	100,000
Restricted Stock Units (Right to Acquire)	(3)	04/12/2010	A	6,989 (4)					(6)	04/01/2014	Common Shares	6,989
Employee Stock Option (Right to Buy)	\$ 21.14	04/12/2010	A	100,000 (7)					(2)	04/12/2020	Common Shares	100,000
Restricted Stock Units (Right to Acquire)	(3)	04/12/2010	A	30,000 (8)					(5)	04/01/2014	Common Shares	30,000
Restricted Stock Units (Right to Acquire)	(3)	04/12/2010	A	3,192 (8)					(6)	04/01/2014	Common Shares	3,192

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sutardja, Sehat 5488 MARVELL LANE SANTA CLARA, CA 95054	X	X	President and CEO	
				X

Dai, Weili
5488 MARVELL LANE
SANTA CLARA, CA 95054

Signatures

/s/ Sehat
Sutardja 04/14/2010
**Signature of Date
Reporting Person

/s/ Weili Dai 04/14/2010
**Signature of Date
Reporting Person

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) Dr. Sehat Sutardja is the husband of Ms. Weili Dai. Dr. Sehat Sutardja holds this option in his own name. Ms. Weili Dai may be deemed to be an indirect beneficial owner of this option.
- (2) Options vest in four equal annual installments beginning on the first anniversary of April 1, 2010, the vesting commencement date.
- (3) Each restricted stock unit represents a contingent right to receive one Marvell common share.
- (4) Dr. Sehat Sutardja is the husband of Ms. Weili Dai. Dr. Sehat Sutardja holds this grant of restricted stock units in his own name. Ms. Weili Dai may be deemed to be an indirect beneficial owner of this grant of restricted stock units.
- (5) Restricted stock units vest in four equal annual installments beginning on the first anniversary of April 1, 2010, the vesting commencement date.
- (6) Restricted stock units vest 100% on the first anniversary of April 1, 2010, the vesting commencement date.
- (7) Ms. Weili Dai is the wife of Dr. Sehat Sutardja. Ms. Weili Dai holds this option in her own name. Dr. Sehat Sutardja may be deemed to be an indirect beneficial owner of this option.
- (8) Ms. Weili Dai is the wife of Dr. Sehat Sutardja. Ms. Weili Dai holds this grant of restricted stock units in her own name. Dr. Sehat Sutardja may be deemed to be an indirect beneficial owner of this grant of restricted stock units.

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.