SANGHI STEVE Form 4

February 15, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB 3235-0287

Number:

Expires:

January 31, 2005

0.5

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subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

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

30(h) of the Investment Company Act of 1940

1(b).

(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)			
	(First) OCHIP TECHNORATED, 2355 W			f Earliest Transaction Day/Year) 011				_X_ Director 10% Owner _X_ Officer (give title Other (specify below) President, CEO, Chairman			
CHANDLE	ER BOULEVAR	D									
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
CHANDLER, AZ 85224-6199								Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secur	rities Acq	uired, Disposed o	of, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ransaction Date 2A. Deemed nth/Day/Year) 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. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
Common Stock	02/11/2011			M	4,756	,	\$ 15.86	4,689,126 (1)	I	Held Directly and Indirectly, by Trust. (1)	
Common Stock	02/11/2011			S	4,756	D	\$ 38	4,684,370 (2)	I	Held Directly and Indirectly,	

by Trust. (2)

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Held Directly

of 8

Common Stock	02/14/20	11	S	19,025	D	\$ 38.17	4,665,345 (3)	! I	and Indirectly, by Trust.	
Reminder: R	eport on a sep	arate line for each cla	ss of securities benefi	Person informa require	s who ation ed to u	o respondantes	directly. nd to the colle ed in this forn unless the fo valid OMB co	n are not rm	SEC 1474 (9-02)	
			ntive Securities Acqu outs, calls, warrants,					d		
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. Transactic Code (Instr. 8)	5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exerci Expiration Dat (Month/Day/Y	te	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Option (Right to Buy)	\$ 15.86	02/11/2011		M		4,756	06/01/2002	06/01/2011	Common Stock	4,756
Repor	ting O	wners								
	Reportin	D.	Relationships							
SANGHI	STEVE			Director	: 10	% Owner	Officer		Other	r

Signatures

Deborah L. Wussler, as 02/15/2011 Attorney-in-Fact

C/O MICROCHIP TECHNOLOGY INCORPORATED

2355 WEST CHANDLER BOULEVARD

CHANDLER, AZ 85224-6199

**Signature of Reporting Person Date

Reporting Owners 2

X

President, CEO, Chairman

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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 4,689,126 shares held, 45,554 shares were held Directly; 4,643,572 shares were held by Trust.
- (2) Of the 4,684,370 shares held, 45,554 shares were held Directly; 4,638,816 shares were held by Trust.
- (3) Of the 4,665,345 shares held, 45,554 shares were held Directly; 4,619,791 shares were held by Trust.

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.