



Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On November 14, 2016, the Board of Directors (the "Board") of Microchip Technology Incorporated ("Microchip") approved the amendment and restatement of the Microchip Bylaws to (i) revise Article V to more clearly define the roles of the chief executive officer and the president to reflect that such offices are no longer held by the same person, (ii) revise Article VIII and remove Section 2.6 to consolidate and update the provisions related to Microchip providing notices to its stockholders, (iii) revise Section 9.3 to reflect recent changes in Delaware law related to the execution of stock certificates, (iv) revise Section 9.4 regarding special designations on uncertificated shares; and (v) make certain other conforming changes.

The foregoing description is qualified in its entirety by reference to the Amended and Restated Bylaws attached hereto as Exhibit 3.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

3.1 Amended and Restated Bylaws of Microchip Technology Incorporated

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: November 17, 2016 Microchip Technology Incorporated  
(Registrant)

By: /s/ J. Eric Bjornholt\_\_  
J. Eric Bjornholt  
Vice President, Chief Financial Officer  
(Principal Accounting and Financial Officer)

EXHIBITS

3.1 Amended and Restated Bylaws of Microchip Technology Incorporated

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