SIMONCIC RICHARD J
Form 4
May 03, 2011

# FORM 4

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

**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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
SIMONCIC RICHARD J

(Last) (First) (Middle)

C/O MICROCHIP TECHNOLOGY INCORPORATED, 2355 WEST CHANDLER BOULEVARD

(Street)

CHANDLER, AZ 85224-6199

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
MICROCHIP TECHNOLOGY INC [MCHP]

3. Date of Earliest Transaction (Month/Day/Year)
05/01/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
VP, Analog and Intrfc Prod Div

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 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) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 05/01/2011 | | M | | 3,000 | A | $ 40.63 | 127,350 (1) | I | Shares held Directly and Indirectly, by Trust and by Reporting Person's Wife and Mother-in-Law. (1) |
| | 05/01/2011 | | F | | 1,220 | D | | 126,130 (2) | I | |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| Common Stock | | | | | | $ 40.63 | | | Shares held Directly and Indirectly, by Trust and by Reporting Person's Wife and Mother-in-Law. (2) |
| Common Stock | 05/02/2011 | | M | 575 | A | $ 40.63 | 126,705 (3) | I | Shares held Directly and Indirectly, by Trust and by Reporting Person's Wife and Mother-in-Law. (3) |
| Common Stock | 05/02/2011 | | F | 234 | D | $ 40.63 | 126,471 (4) | I | Shares held Directly and Indirectly, by Trust and by Reporting Person's Wife and Mother-in-Law. (4) |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 (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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities 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 | |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| Restricted Stock Units | $ 40.63 | 05/01/2011 | M | 3,000 | (5) | (5) | Common Stock | 3,000 | $ |
| Restricted Stock Units | $ 40.63 | 05/02/2011 | M | 575 | (6) | (6) | Common Stock | 4,600 | $ |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| SIMONCIC RICHARD J<br>C/O MICROCHIP TECHNOLOGY INCORPORATED<br>2355 WEST CHANDLER BOULEVARD<br>CHANDLER, AZ 85224-6199 | | | VP, Analog and Intrfc Prod Div | |

# Signatures

| | |
|---|---|
| Deborah L. Wussler, as Attorney-in-Fact | 05/03/2011 |
| **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 127,350 shares held, 7,652 shares were held Directly; 119,473 shares were held by Trust, and 225 shares were held by Reporting Person's wife and mother-in-law.

**(2)** Of the 126,130 shares held, 7,652 shares were held Directly; 118,253 shares were held by Trust; and 225 shares were held by Reporting Person's wife and mother-in-law.

**(3)** Of the 126,705 shares held, 7,652 shares were held Directly; 118,828 shares were held by Trust; and 225 shares were held by Reporting Person's wife and mother-in-law.

**(4)** Of the 126,471 shares held, 7,652 shares were held Directly; 118,594 shares were held by Trust; and 225 shares were held by Reporting Person's wife and mother-in-law.

**(5)** The restricted stock units will vest in full on May 1, 2011 as long as the individual remains a service provider through the vesting date. Vested shares will be delivered to the reporting person upon vest.

**(6)** The restricted stock units vest in eight equal quarterly installments beginning February 1, 2010, as long as the individual remains a service provider through the vesting date. 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.
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