

MARVELL TECHNOLOGY GROUP LTD
 Form 4
 June 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 *
 CHANG KUO WEI HERBERT

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)
 06/10/2010

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

SANTA CLARA, CA 95054

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

(City) (State) (Zip)

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 | | | |
| Common Shares | 06/10/2010 | | M | | | 4,200 | | D | |
| Common Shares | 06/10/2010 | | S | | | 0 | | D | |
| | | | | | | \$ 17.5057 ⁽¹⁾ | | | |
| Common Shares | 06/11/2010 | | M | | | 25,800 | | D | |
| Common Shares | 06/11/2010 | | S | | | 0 | | D | |
| | | | | | | \$ 17.6797 ⁽¹⁾ | | | |
| | 06/14/2010 | | M | | | 50,000 | | D | |
| | | | | | | \$ 3.75 | | | |

Common
Shares

| | | | | | | | |
|------------------|------------|---|--------|---|---------------|---|---|
| Common Shares | 06/14/2010 | S | 50,000 | D | \$ 17.9235 | 0 | D |
| | | | | | <u>(1)</u> | | |

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.

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(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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 3.75 | 06/10/2010 | | M | 4,200 | <u>(2)</u> 06/26/2010 | Common Shares | 4,200 | |
| Employee Stock Option (Right to Buy) | \$ 3.75 | 06/11/2010 | | M | 25,800 | <u>(2)</u> 06/26/2010 | Common Shares | 25,800 | |
| Employee Stock Option (Right to Buy) | \$ 3.75 | 06/14/2010 | | M | 50,000 | <u>(2)</u> 06/26/2010 | Common Shares | 50,000 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| | X | | | |

CHANG KUO WEI HERBERT
5488 MARVELL LANE
SANTA CLARA, CA 95054

Signatures

/s/ Kuo Wei (Herbert) 06/14/2010
Chang

 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).
Represents a weighted average price. The shares sold on June 10, 2010 were sold in multiple transactions at prices ranging from \$17.50 to \$17.52, inclusive. The shares sold on June 11, 2010 were sold in multiple transactions at prices ranging from \$17.50 to \$17.85, inclusive.
(1) The shares sold on June 14, 2010 were sold in multiple transactions at prices ranging from \$17.472 to \$18.30, inclusive. The reporting person undertakes to provide Marvell Technology Group Ltd. ("Marvell"), any security holder of Marvell, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote 2 to this Form 4.
(2) Option was fully vested as of June 26, 2005.

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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