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MARVELL TECHNOLOGY GROUP LTD

Form 4 April 06, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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may continue.

Check this box

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CIOFFI JOHN M

2. Issuer Name and Ticker or Trading Symbol

Issuer

MARVELL TECHNOLOGY GROUP LTD [MRVL]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last) (First) (Middle)

(Street)

(State)

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

_X__ Director Officer (give title below)

10% Owner Other (specify

5488 MARVELL LANE 04/05/2006

(Zip)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

SANTA CLARA, CA 95054

(City)

(,)	(= :)	Tabl	e I - Non-L	Derivative So	ecuriti	es Acqu	nred, Disposed of	, or Beneficiall	y Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if		4. Securities Acquired saction(A) or Disposed of (D)			5. Amount of Securities	6. Ownership	7. Nature of Indirect
(Instr. 3)		any (Month/Day/Year)	Code (Instr. 8)	(Instr. 3, 4	and 5)		Beneficially Owned Following	Form: Direct (D) or Indirect (I)	Beneficial Ownership (Instr. 4)
					(A) or		Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	04/05/2006		Code V S	Amount 100,000	(D)	Price \$ 57.5	115,000	D	
Common Stock	04/06/2006		S	100,000	D	\$ 60	15,000	D	

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

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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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and A Underlying S (Instr. 3 and	Securities	8. Price Derivat Security (Instr. 5
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 7.5					<u>(1)</u>	06/26/2010	Common Stock	0	
Stock Option (Right to Buy)	\$ 10.29					<u>(1)</u>	06/21/2011	Common Stock	0	
Stock Option (Right to Buy)	\$ 10.795					<u>(1)</u>	06/21/2012	Common Stock	0	
Stock Option (Right to Buy)	\$ 16.655					<u>(1)</u>	06/27/2013	Common Stock	0	
Stock Option (Right to Buy)	\$ 23.785					<u>(1)</u>	05/28/2014	Common Stock	0	
Stock Option (Right to Buy)	\$ 40.27					<u>(1)</u>	06/10/2015	Common Stock	0	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

Reporting Owners 2

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CIOFFI JOHN M 5488 MARVELL LANE X SANTA CLARA, CA 95054

Signatures

John Cioffi 04/07/2006

**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) As a result of the Reporting Person's retirement from the Board of Directors on April 1, 2006, all unvested shares under the previously reported options grants were cancelled on April 1, 2006.

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.

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