

SANGHI STEVE  
Form 4  
March 04, 2003

**FORM 4**

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

## OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed By  
Romeo and Dye's  
Section 16 Filer  
www.section16.net

|                                                                     |                                      |                                                    |                                                                                       |                                                                 |                                                                                             |                                                                                                                                                                               |                                                       |  |
|---------------------------------------------------------------------|--------------------------------------|----------------------------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------------------------|---------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------|--|
| 1. Name and Address of Reporting Person*                            |                                      |                                                    | 2. Issuer Name and Ticker or Trading Symbol                                           |                                                                 |                                                                                             | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)                                                                                                       |                                                       |  |
| Sanghi, Steve                                                       |                                      |                                                    | Microchip Technology Incorporated "MCHP"                                              |                                                                 |                                                                                             | <input checked="" type="checkbox"/> Director<br><input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below)<br>Other (specify below) |                                                       |  |
| (Last) (First) (Middle)                                             |                                      |                                                    | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)         |                                                                 |                                                                                             | 4. Statement for Month/Day/Year                                                                                                                                               |                                                       |  |
| c/o Microchip Technology Incorporated<br>2355 W. Chandler Boulevard |                                      |                                                    |                                                                                       |                                                                 |                                                                                             | 03/03/2003                                                                                                                                                                    |                                                       |  |
| (Street)                                                            |                                      |                                                    |                                                                                       |                                                                 |                                                                                             | 5. If Amendment, Date of Original (Month/Day/Year)                                                                                                                            |                                                       |  |
| Chandler, AZ 85224-6199                                             |                                      |                                                    |                                                                                       |                                                                 |                                                                                             | 7. Individual or Joint/Group Filing (Check Applicable Line)                                                                                                                   |                                                       |  |
|                                                                     |                                      |                                                    |                                                                                       |                                                                 |                                                                                             | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person                               |                                                       |  |
| (City) (State) (Zip)                                                |                                      |                                                    | <b>Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b> |                                                                 |                                                                                             |                                                                                                                                                                               |                                                       |  |
| 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 & 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 & 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)                                                                                                                      | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |  |
| Common Stock                                                        |                                      |                                                    |                                                                                       |                                                                 | 24,460 <sup>(1)</sup>                                                                       | D                                                                                                                                                                             |                                                       |  |
| Common Stock                                                        |                                      |                                                    |                                                                                       |                                                                 | 2,645,725                                                                                   | I                                                                                                                                                                             | By Trust                                              |  |

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

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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**FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security | 2. Conversion or Exercise Price of | 3. Transaction Date | 3A. Deemed Execution Date, | 4. Transaction Code | 5. Number of Derivatives | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially | 10. Ownership Form | 11. Nature of Indirect Beneficial Ownership |
|---------------------------------|------------------------------------|---------------------|----------------------------|---------------------|--------------------------|----------------------------------------------------------|----------------------------------------------|--------------------------------------------|-------------------------------------------------|--------------------|---------------------------------------------|
|---------------------------------|------------------------------------|---------------------|----------------------------|---------------------|--------------------------|----------------------------------------------------------|----------------------------------------------|--------------------------------------------|-------------------------------------------------|--------------------|---------------------------------------------|

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| (Instr. 3) | Derivative Security | (Month/Day/Year) | if any (Month/Day/Year) | (Instr. 8) | Securities (Year)               |                   |      |   | (Instr. 3 & 4) |  | Owned Following Reported Transaction(s) (Instr. 4) | of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | (Instr. 4) |
|------------|---------------------|------------------|-------------------------|------------|---------------------------------|-------------------|------|---|----------------|--|----------------------------------------------------|---------------------------------------------------------------|------------|
|            |                     |                  |                         |            | Acquired (A) or Disposed of (D) | (Instr. 3, 4 & 5) | Code | V |                |  |                                                    |                                                               |            |

## Explanation of Responses:

(1) Total includes 1,003 shares acquired under the Microchip Technology Incorporated Employee Stock Purchase Plan on 03/03/2003, in an exempt transaction pursuant to Rule 16b-3(d)(1), paid for by contributions made during the six month period ended 02/28/2003, for a purchase price of \$16.754 per share.

By: /s/ Steve Sanghi

03/03/2003

Date

\*\*Signature of Reporting Person

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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