

MARVELL TECHNOLOGY GROUP LTD

Form 4

March 12, 2003

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

FORM 4

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**

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

1. Name and Address of Reporting Person* Chang Kuo Wei (Herbert) <i>(Last) (First) (Middle)</i> 700 First Avenue <i>(Street)</i> Sunnyvale CA 94089 <i>(City) (State) (Zip)</i>	2. Issuer Name and Ticker or Trading Symbol Marvell Technology Group Ltd. (MRVL) 4. Statement for Month/Day/Year March 10, 2003 6. Relationship of Reporting Person(s) to Issuer (Check All Applicable) ☒ Director ☐ 10% Owner ☐ Officer <i>(give title below)</i> ☐ Other <i>(specify below)</i>	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) 5. If Amendment, Date of Original (Month/Day/Year) 7. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form Filed by One Reporting Person ☐ Form Filed by More than One Reporting Person
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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).

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, par value \$0.002 per share						260,000	I	By Investar Dayspring Venture Capital, Inc.	
Common Stock, par value \$0.002 per share						3,263,220	I	By Investar Semiconductor Development Fund, Inc.	
Common Stock, par value \$0.002 per share	03/10/03		S	4,000	D	19.05	I	By Investar Burgeon Venture Capital, Inc.	
Common Stock, par value \$0.002 per share	03/10/03		S	100	D	19.08	I	By Investar Burgeon Venture Capital, Inc.	
Common Stock, par value \$0.002 per share	03/10/03		S	100	D	19.06	I	By Investar Burgeon Venture Capital, Inc.	
Common Stock, par value \$0.002 per share	03/10/03		S	3,000	D	19.10	1,021,800	I	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share						50,796	I	By Investar Capital, Inc.	

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Common Stock, par value \$0.002 per share	50,000	I	By Investar Excelsus Venture Capital (Int l.) Inc.
Common Stock, par value \$0.002 per share	184,616	I	By Forefront Venture Partners, L.P.
Common Stock, par value \$0.002 per share	181,000	D	

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

[illegible]

Table II	Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)	Continued
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[illegible]

Explanation of Responses:

(1) - Of such 30,000 shares, not all shares are fully vested, and until fully vested, if exercised, would be subject to repurchase by the Company in the event of termination of the reporting person's services as a non-employee director of the Company. Vests 20% on 06/26/01 and 500 shares per month from 07/26/01 through 06/25/05. Reflects non-discretionary grants under 1997 Directors Plan.

(2) - Of such 6,000 shares, not all shares are fully vested, and until fully vested, if exercised, would be subject to repurchase by the Company in the event of termination of the reporting person's services as a non-employee director of the Company. Vests 500 shares per month from 07/21/05 through 06/21/06. Reflects non-discretionary grants under 1997 Directors Plan.

(3) - Of such 6,000 shares, not all shares are fully vested, and until fully vested, if exercised, would be subject to repurchase by the Company in the event of termination of the reporting person's services as a non-employee director of the Company. Vests 500 shares per month from 07/21/06 through 06/21/07. Reflects non-discretionary grants under 1997 Directors Plan.

/s/ Kuo Wei (Herbert)
Chang

March 10, 2003

Date _____

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**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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