

SIMONCIC RICHARD J  
 Form 4  
 November 03, 2011

**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 \*  
 SIMONCIC RICHARD J

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 VP, Analog and Intrfc Prod Div

(Last) (First) (Middle)  
 C/O MICROCHIP TECHNOLOGY  
 INCORPORATED, 2355 WEST  
 CHANDLER BOULEVARD

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 11/01/2011

(Street)  
 CHANDLER, AZ 85224-6199

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)  |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  |                                | (A) or (D)<br>Code V Amount (D) Price                             |   |  | Shares held Directly and Indirectly, by Trust and by Reporting Person's Wife and Mother-in-Law.<br>(1) |
| Common Stock                    | 11/01/2011                           |  | M                              | 5,619 A \$ 34.48  | 87,473 (1)  | I  |  |
|                                 | 11/01/2011                           |  | F                              | 2,285 D   | 85,188 (2)  | I  |  |

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|              |            |   |     |   |          |                   |   |  |
|--------------|------------|---|-----|---|----------|-------------------|---|--|
| Common Stock |            |   |     |   | \$ 34.48 |                   |   | Shares held Directly and Indirectly, by Trust and by Reporting Person's Wife and Mother-in-Law. <u>(2)</u> |
| Common Stock | 11/01/2011 | M | 575 | A | \$ 34.48 | 85,763 <u>(3)</u> | I | Shares held Directly and Indirectly, by Trust and by Reporting Person's Wife and Mother-in-Law. <u>(3)</u> |
| Common Stock | 11/01/2011 | F | 234 | D | \$ 34.48 | 85,529            | I | Shares held Directly and Indirectly, by Trust and by Reporting Person's Wife and Mother-in-Law. <u>(4)</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.**

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 Secur (Instr. 3) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------------------|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                        | Amount or Number of Shares |
|  |  |                                      |  |                                |   | Code   | V   | (A)                          | (D)                        |

|                        |          |            |   |       |            |            |              |       |    |
|------------------------|----------|------------|---|-------|------------|------------|--------------|-------|----|
| Restricted Stock Units | \$ 34.48 | 11/01/2011 | M | 5,619 | <u>(5)</u> | <u>(5)</u> | Common Stock | 5,619 | \$ |
| Restricted Stock Units | \$ 34.48 | 11/01/2011 | M | 575   | <u>(6)</u> | <u>(6)</u> | Common Stock | 4,600 | \$ |

## Reporting Owners

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

## Signatures

Deborah L. Wussler, as Attorney-in-Fact  
11/03/2011  
Date

\_\_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 87,473 shares held, 7,652 shares were held Directly; 79,596 shares were held by Trust; and 225 shares were held by Reporting Person's wife and mother-in-law.
- (2) Of the 85,188 shares held, 7,652 shares were held Directly; 77,311 shares were held by Trust; and 225 shares were held by Reporting Person's wife and mother-in-law.
- (3) Of the 85,763 shares held, 7,652 shares were held Directly; 77,886 shares were held by Trust; and 225 shares were held by Reporting Person's wife and mother-in-law.
- (4) Of the 85,529 shares held, 7,652 shares were held Directly; 77,652 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 the first business day of the month of the fourth anniversary of the date of grant. 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. 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. 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.