

MARVELL TECHNOLOGY GROUP LTD  
Form 8-K  
October 11, 2006

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **October 5, 2006**

**MARVELL TECHNOLOGY GROUP LTD.**

(Exact name of registrant as specified in its charter)

|   |                          |   |
|---|--------------------------|---|
| <b>Bermuda</b>                                    | <b>0-30877</b>           | <b>77-0481679</b>                       |
| (State or Other Jurisdiction<br>of Incorporation) | (Commission File Number) | (I.R.S. Employer<br>Identification No.) |

**Canon s Court**  
**22 Victoria Street**  
**Hamilton HM 12**  
**Bermuda**

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(Address of principal executive offices)

**(441) 296-6395**

(Registrant's telephone number,  
including area code)

**N/A**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions (see General Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240-13e-4(c))
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**Item 1.01 Entry into a Material Definitive Agreement.**

On October 5, 2006, Marvell Technology Group Ltd. (the Company ) announced that its Board of Directors (the Board ) approved a compensation policy recommended by the Board's Executive Compensation Committee for the chairman of the special committee formed by the Board to conduct an internal review relating to past stock option grants, the timing of such grants and related accounting matters. Under this policy, the special committee chairman receives \$2,500 per diem for his services as such and reimbursement for travel and related expenses incurred in the performance of his duties.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: October 11, 2006

MARVELL TECHNOLOGY GROUP LTD.

By:

/s/ GEORGE A. HERVEY

George A. Hervey  
Vice President of Finance and  
Chief Financial Officer