

MARVELL TECHNOLOGY GROUP LTD

Form 4

March 30, 2006

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HERVEY GEORGE**

2. Issuer Name **and** Ticker or Trading  
Symbol  
**MARVELL TECHNOLOGY  
GROUP LTD [MRVL]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
**5488 MARVELL LANE**  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
**03/27/2006**

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)  
Chief Financial Officer

**SANTA CLARA, CA 95054**

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| Common<br>Stock                       | 03/27/2006                              |                                                             | M                                    |                                                                         | 2,000                                                                                                              | A                                                                    | \$<br>15.345                                                      |
| Common<br>Stock                       | 03/27/2006                              |                                                             | S                                    |                                                                         | 2,000                                                                                                              | D                                                                    | \$ 57.95                                                          |

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

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SEC 1474  
(9-02)

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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                                  |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|---------------------------------------------------------------------|----------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                       | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                               | Amount or<br>Number of<br>Shares |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 5                                                                  |                                         |                                                             |                                         |                                                                                                                 | <u>(1)</u>                                                     | 05/08/2010         | Common<br>Stock                                                     | 29,000                           |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 15.345                                                             | 03/27/2006                              |                                                             | M                                       | 2,000                                                                                                           | <u>(1)</u>                                                     | 02/28/2012         | Common<br>Stock                                                     | 14,000                           |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 6.935                                                              |                                         |                                                             |                                         |                                                                                                                 | <u>(2)</u>                                                     | 10/16/2012         | Common<br>Stock                                                     | 140,000                          |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$ 12.37                                                              |                                         |                                                             |                                         |                                                                                                                 | <u>(3)</u>                                                     | 05/05/2013         | Common<br>Stock                                                     | 100,000                          |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 18.95                                                              |                                         |                                                             |                                         |                                                                                                                 | <u>(4)</u>                                                     | 01/02/2014         | Common<br>Stock                                                     | 140,000                          |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 22.475                                                             |                                         |                                                             |                                         |                                                                                                                 | <u>(5)</u>                                                     | 04/16/2014         | Common<br>Stock                                                     | 17,840                           |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 35.46                                                              |                                         |                                                             |                                         |                                                                                                                 | <u>(6)</u>                                                     | 03/18/2015         | Common<br>Stock                                                     | 12,106                           |
| Stock<br>Option                                     | \$ 35.45                                                              |                                         |                                                             |                                         |                                                                                                                 | <u>(7)</u>                                                     | 04/11/2015         | Common<br>Stock                                                     | 70,000                           |

(Right to  
Buy)

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships                             |
|-------------------------------------------------------------|-------------------------------------------|
|                                                             | Director    10% Owner    Officer    Other |
| HERVEY GEORGE<br>5488 MARVELL LANE<br>SANTA CLARA, CA 95054 | Chief Financial Officer                   |

## Signatures

George Hervey                      03/29/2006

\*\*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) This option is fully vested and exercisable.
- (2) Of such 140,000 shares, vests 140,000 shares on 10/16/07; Options become exercisable as they vest.
- (3) Of such 100,000 shares, vests 100,000 shares on 05/05/06; Options become exercisable as they vest.
- (4) Of such 140,000 shares, vests 140,000 shares on 01/02/08; Options become exercisable as they vest.
- (5) Of such 17,840 shares, all shares are fully vested and exercisable on 04/16/04.
- (6) Of such 12,106 shares, all shares are fully vested and exercisable on 02/01/05.
- (7) Of such 70,00 shares, vests 70,000 shares on 04/11/2009; Options become exercisable as they vest.

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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