

SIMONCIC RICHARD J

Form 4

November 03, 2011

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 *
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)

(Last) (First) (Middle)

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

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
VP, Analog and Intrfc Prod Div

C/O MICROCHIP TECHNOLOGY
INCORPORATED, 2355 WEST
CHANDLER BOULEVARD

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

CHANDLER, AZ 85224-6199

(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) (A) or (D)	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)
Common Stock	11/01/2011		M	5,619 A \$ 34.48	87,473 ⁽¹⁾	I	Shares held Directly and Indirectly, by Trust and by Reporting Person's Wife and Mother-in-Law. <u>(1)</u>
	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. (2)
Common Stock	11/01/2011		M	575	A	\$ 34.48	85,763 (3)	I	Shares held Directly and Indirectly, by Trust and by Reporting Person's Wife and Mother-in-Law. (3)
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. (4)

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

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(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 Secu (Instr	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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

Reporting Owners

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

Signatures

Deborah L. Wussler, as
Attorney-in-Fact

11/03/2011

__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.