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MICROCHII Form 4 April 05, 200 FORM Check thi	4 UNITED S			ITIES AND			COMMISSION		NPPROVAL 3235-0287
if no long subject to Section 10 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	er STATEM 6. Filed purs ¹⁸ Section 17(a	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						Estimated burden ho response	urs per
(Print or Type R	(esponses)								
1. Name and Address of Reporting Person <u>*</u> LAMBERT DAVID S			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) C/O MICROCHIP TECHNOLOGY INCORPORATED, 2355 WEST CHANDLER BOULEVARD			3. Date of Earliest Transaction(Month/Day/Year)04/03/2006			Director 10% Owner XOfficer (give title Other (specify below) VP, Fab Operations			
CHANDLE	(Street) R, AZ 85224-619	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			
(City)	(State) (Zip)	Table	e I - Non-Deriva	ntive S	ecurities Ac	quired, Disposed o	of, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	Date, if	TransactionAcq Code Disj (Instr. 8) (Ins	posed str. 3, 4	(A) or of (D) 4 and 5) (A) or	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				Code V Am	ount	(D) Price	171,852 <u>(1)</u>	I	Held Directly and Indirectly by Reporting Person's Children (1)

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

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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 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. Transactic Code (Instr. 8)	5. Number of orDerivative 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. l De Sec (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(2)</u>	04/03/2006		А	11,200	(3)	(3)	Common Stock	11,200	
Restricted Stock Units	(2)	04/03/2006		А	11,200	<u>(4)</u>	<u>(4)</u>	Common Stock	11,200	

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
LAMBERT DAVID S					
C/O MICROCHIP TECHNOLOGY INCORPORATED			VP, Fab		
2355 WEST CHANDLER BOULEVARD			Operations		
CHANDLER, AZ 85224-6199					
Signatures					

Jignature

Deborah L. Wussler, as 04/05/2006 Attorney-in-Fact

**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).
- Of the 171,852 shares held, 170,538 shares were held Directly; 714 shares were held by Reporting Person's son; 200 shares were held by (1) Reporting Person's daughter; 200 shares were held by Reporting Person's son; and 200 shares were held by Reporting Person's daughter.
- (2) Each restricted stock unit represents a contingent right to receive one share of Microchip Technology Incorporated common stock.

(3)

The restricted stock units vest in eight equal quarterly installments beginning May 1, 2008. Vested shares will be delivered to the reporting person upon vest.

(4) The restricted stock units vest in four equal quarterly installments beginning April 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.