

MARVELL TECHNOLOGY GROUP LTD  
 Form 4  
 March 12, 2014

**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 \*  
 Dai, Weili

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)  
 03/10/2014

\_\_\_\_ Director  
 Officer (give title below)  
 10% Owner  
 \_\_\_\_ Other (specify below)  
 President

SANTA CLARA, CA 95054  
 (City) (State) (Zip)

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

**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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common shares	03/10/2014		A		3,330 <u>(1)</u>	A	<u>(1)</u> 46,526,462 <u>(2)</u> D
Common shares					18,253,334	I	By Sutardja Family Partners <u>(3)</u>

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. 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)
Restricted stock units (Right to Acquire)	(4)	03/10/2014		A	3,330 (5)	(6) 04/01/2014(6)	Common Shares 3,330

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dai, Weili 5488 MARVELL LANE SANTA CLARA, CA 95054		X	President	
Sutardja, Sehat 5488 MARVELL LANE SANTA CLARA, CA 95054		X		

## Signatures

/s/ Weili Dai  
03/12/2014  
\*\*Signature of Reporting Person Date

/s/ Sehat Sutardja  
03/12/2014  
\*\*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).

On March 10, 2014, the Executive Compensation Committee of the Board of Directors determined that 3,330 common shares granted (1) pursuant to a performance-based restricted stock unit award granted on April 30, 2013 to Ms. Weili Dai will vest and be issuable on April 1, 2014.

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- (2) The securities are jointly owned by Ms. Dai and Dr. Sehat Sutardja who are members of a "Group" for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended.
- (3) Ms. Dai and Dr. Sutardja are the general partners of The Sutardja Family Partners, a California family limited partnership.
- (4) Each restricted stock unit represents a contingent right to receive one Marvell common share.
- (5) Ms. Dai is the wife of Dr. Sehat Sutardja. Ms. Dai holds this grant of restricted stock units in her own name. Dr. Sehat Sutardja may be deemed to be an indirect beneficial owner of this grant of restricted stock units.
- (6) Restricted stock units fully vest on April 1, 2014.

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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