

Bjornholt James Eric
 Form 3
 January 07, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | |
|--|---|---|--|
| <p>1. Name and Address of Reporting Person * ^ Bjornholt James Eric (Last) (First) (Middle)</p> <p>C/O MICROCHIP TECHNOLOGY INCORPORATED, ^ 2355 WEST CHANDLER BOULEVARD (Street)</p> <p>CHANDLER, ^ AZ ^ 85224-6199 (City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement (Month/Day/Year) 01/01/2009</p> | <p>3. Issuer Name and Ticker or Trading Symbol MICROCHIP TECHNOLOGY INC [MCHP]</p> <p>4. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP and CFO</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 4,880 | D | ^ |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security | 2. Date Exercisable and Expiration Date | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial |
|---------------------------------|---|--|---------------|--------------|----------------------------------|
|---------------------------------|---|--|---------------|--------------|----------------------------------|

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| (Instr. 4) | (Month/Day/Year) | | Derivative Security (Instr. 4) | | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | Ownership (Instr. 5) |
|------------------------------------|----------------------------|-----------------|--------------------------------|----------------------------|--|--|----------------------|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Common Stock Option (Right to Buy) | 03/31/2004 ⁽¹⁾ | 04/14/2010 | Common Stock | 2,375 | \$ 23.389 | D | Â |
| Common Stock Option (Right to Buy) | 02/17/2003 ⁽²⁾ | 01/22/2012 | Common Stock | 458 | \$ 24.267 | D | Â |
| Common Stock Option (Right to Buy) | 10/25/2003 ⁽³⁾ | 10/25/2012 | Common Stock | 356 | \$ 24.04 | D | Â |
| Common Stock Option (Right to Buy) | 10/09/2004 ⁽⁴⁾ | 10/09/2013 | Common Stock | 1,172 | \$ 26.14 | D | Â |
| Common Stock Option (Right to Buy) | 02/02/2005 ⁽⁵⁾ | 02/02/2014 | Common Stock | 326 | \$ 28.31 | D | Â |
| Common Stock Option (Right to Buy) | 03/31/2008 ⁽⁶⁾ | 04/01/2014 | Common Stock | 3,000 | \$ 27.05 | D | Â |
| Common Stock Option (Right to Buy) | 03/31/2005 ⁽⁷⁾ | 04/01/2014 | Common Stock | 1,500 | \$ 27.05 | D | Â |
| Common Stock Option (Right to Buy) | 07/21/2005 ⁽⁸⁾ | 07/21/2014 | Common Stock | 1,000 | \$ 26.25 | D | Â |
| Common Stock Option (Right to Buy) | 07/03/2003 ⁽⁹⁾ | 04/03/2012 | Common stock | 864 | \$ 27.153 | D | Â |
| Common Stock Option (Right to Buy) | 02/17/2005 ⁽¹⁰⁾ | 04/03/2012 | Common Stock | 1,782 | \$ 27.153 | D | Â |
| Common Stock Option (Right to Buy) | 08/01/2003 ⁽¹¹⁾ | 08/01/2012 | Common Stock | 823 | \$ 21 | D | Â |
| Common Stock Option (Right to Buy) | 03/31/2009 ⁽¹²⁾ | 04/01/2015 | Common Stock | 3,300 | \$ 25.29 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bjornholt James Eric C/O MICROCHIP TECHNOLOGY INCORPORATED 2355 WEST CHANDLER BOULEVARD CHANDLER, AZ 85224-6199 | Â | Â | Â VP and CFO | Â |

Signatures

Deborah L. Wussler, as
Attorney-in-Fact

01/07/2009

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The option vested in 12 equal monthly installments, commencing March 31, 2004. The option was first exercisable on March 31, 2004.
- (2) The option vested in full on February 17, 2003 and was first exercisable on February 17, 2003.
- (3) The option vested in 24 equal monthly installments, commencing October 25, 2003. The option was first exercisable on October 25, 2003.
- (4) The option vested in full on October 9, 2004 and was first exercisable on October 9, 2004.
- (5) The option vested in full on February 2, 2005 and was first exercisable on February 2, 2005.
- (6) The option vests in 12 equal monthly installments, commencing March 31, 2008. The option was first exercisable on March 31, 2008.
- (7) The option vested in 36 equal monthly installments, commencing March 31, 2005. The option was first exercisable on March 31, 2005.
- (8) The option vested in 24 equal monthly installments, commencing July 21, 2005. The option was first exercisable on July 21, 2005.
- (9) The option vested in full on July 3, 2003 and was first exercisable on July 3, 2003.
- (10) The option vested in 12 equal monthly installments, commencing February 17, 2005. The option was first exercisable on February 17, 2005.
- (11) The option vested in full on August 1, 2003 and was first exercisable on August 1, 2003.
- (12) The option vests in 12 equal monthly installments, commencing March 31, 2009. The option is first exercisable on March 31, 2009.

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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