CHANG KUO WEI HERBERT Form 4 March 19, 2003

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

# FORM 4

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

 Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue.
 See Instruction 1(b).

Name and Address of Reporting Person*	2.	Issuer Name and Ticker or Trading Symbol	3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	
Chang Kuo Wei (Herbert)		Marvell Technology Group Ltd. (MRVL)			
(Last) (First) (Middle)			_		
700 First Avenue		Statement for Month/Day/Year	5.	<b>. If Amendment, Date of Original</b> ( <i>Month/Day/Year</i> )	
(Street)	-	March 17, 2003			
	6.	<b>Relationship of Reporting Person(s)</b> <b>to Issuer</b> ( <i>Check All Applicable</i> )	7.		
Sunnyvale CA 94089	-	X Director <sub>O</sub> 10% Owner		X	Form Filed by One Reporting Person
(City) (State) (Zip)		<ul> <li>Officer (give title below)</li> <li>Other (specify below)</li> </ul>		0	Form Filed by More than One Reporting Person
	Chang Kuo Wei (Herbert) ( <i>Last</i> ) ( <i>First</i> ) ( <i>Middle</i> ) 700 First Avenue ( <i>Street</i> ) Sunnyvale CA 94089	Person*         Chang Kuo Wei (Herbert)         (Last) (First) (Middle)         700 First Avenue         (Street)         6.         Sunnyvale CA 94089	Person*       Symbol         Chang Kuo Wei (Herbert)       Marvell Technology Group Ltd. (MRVL)         (Last) (First) (Middle)       4.         700 First Avenue       March 17, 2003         (Street)       March 17, 2003         6.       Relationship of Reporting Person(s) to Issuer (Check All Applicable)         Sunnyvale CA 94089       X         (City)       (State)         (Zip)       O         O       Officer (give title below)         O       Officer (give title below)	Person*       Symbol         Chang Kuo Wei (Herbert)       Marvell Technology Group Ltd. (MRVL)         (Last) (First) (Middle)       4.         700 First Avenue       4.         (Street)       March 17, 2003         6.       Relationship of Reporting Person(s) to Issuer (Check All Applicable)         Sunnyvale CA 94089       X         (City)       (State)         (Zip)       O         O       Officer (give title below)         O       Officer (give title below)	Person*       Symbol       Reporting Person, if an entity         Chang Kuo Wei (Herbert)       Marvell Technology Group Ltd. (MRVL)       Image: Chang Kuo Wei (Herbert)         (Last) (First) (Middle)       Marvell Technology Group Ltd. (MRVL)       Image: Chang Kuo Wei (Herbert)         700 First Avenue       4.       Statement for Month/Day/Year       5.       If Amendment, Da (Month/Day/Year)         700 First Avenue       March 17, 2003       Image: Chang Wei Wei (Herbert)       Image: Chang Wei

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

 \*
 If the form is filed by more than one reporting person, *see* instruction 4(b)(v).

Title of 2. Security (Instr. 3)	Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 4. Code (Instr. 8)	Securities Disposed o (Instr. 3, 4	of (D)		5. Amount of Sec- urities Beneficially Owned Following Reported Trans- action(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.002 per share	03/17/03		S	2,800	D	19.2		I	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/17/03		S	1,500	D	19.05		Ι	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/17/03		S	4,400	D	19.35		I	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/17/03		S	100	D	20		Ι	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/17/03		S	73	D	19.05		I	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/17/03		S	6,200	D	19.95		I	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/17/03		S	3,000	D	19.07		I	By Investar Burgeon Venture Capital, Inc.

#### Common By Investar Stock, par value Burgeon \$0.002 Venture 03/17/03 S 1,300 D 19.45 I Capital, Inc. per share Common Stock, By Investar par value Burgeon \$0.002 Venture per share 03/17/03 S 1,000 D 19.12 I Capital, Inc. Common By Investar Stock, par value Burgeon \$0.002 Venture per share 03/17/03 19.95 S 1,800 D I Capital, Inc. Common Stock, By Investar par value Burgeon \$0.002 Venture 03/17/03 per share S 4,000 D 19.1 I Capital, Inc. Common Stock, By Investar par value Burgeon \$0.002 Venture 03/17/03 3,700 per share S D 19.45 I Capital, Inc. Common Stock, By Investar par value Burgeon \$0.002 Venture 03/17/03 S 5,000 D 19.63 Capital, Inc. per share I Common Stock, By Investar par value Burgeon \$0.002 Venture per share 03/17/03 S 4,400 D 19.3 I Capital, Inc. Common By Investar Stock, par value Burgeon Venture \$0.002 per share 03/17/03 S 4,100 D 19.55 I Capital, Inc. Common By Investar Stock, par value Burgeon Venture 0.002per share 03/17/03 S 4,600 D 19.78 I Capital, Inc. Common Stock, By Investar par value Burgeon Venture \$0.002 per share 03/17/03 S 900 D 19.56 I Capital, Inc. 03/17/03 S 600 D I Common 19.3 By Investar Stock, Burgeon par value Venture \$0.002 Capital, Inc.

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per share

per share								
Common Stock, par value \$0.002 per share	03/17/03	S	2,200	D	19.2		I	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/17/03	S	4,400	D	19.25		Ι	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/17/03	S	600	D	19.31		Ι	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/17/03	S	5,000	D	19.7		Ι	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/17/03	S	5,100	D	19.85		Ι	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/17/03	S	2,900	D	19.85		I	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/17/03	S	1,427	D	19.07		I	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/17/03	S	600	D	19.38		Ι	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share	03/17/03	S	4,400	D	19.8	855,500	Ι	By Investar Burgeon Venture Capital, Inc.
Common Stock, par value \$0.002 per share						260,000	I	By Investar Dayspring Venture Capital, Inc.
						3,263,220	Ι	

Common Stock, par value \$0.002 per share				By Investar Semiconductor Development Fund, Inc.
Common Stock, par value \$0.002 per share		50,796	I	By Investar Capital, Inc.
Common Stock, par value \$0.002 per share		50,000	I	By Investar Excelsus Venture Capital (Int 1.) Inc.
Common Stock, par value \$0.002 per share		184,616	Ι	By Forefront Venture Partners, L.P.
Common Stock, par value \$0.002 per share	Page 2	181,000	D	

Table II	Derivative Securities Acquired, Disposed of, or Beneficially Owned
	(e.g., puts, calls, warrants, options, convertible securities)

<b>Title of Derivative 2.</b> <b>Security</b> ( <i>Instr. 3</i> )	Conversion or Exercise 3. Price of Derivative Security	Transaction 3 Date (Month/Day/Year)	3A. Deemed Execution 4. Date, if any (Month/Day/Year)	<b>Transaction 5.</b> <b>Code</b> ( <i>Instr. 8</i> )		(A) or Disposed of (D
				Code V	(A)	(D)
Stock Option (Right to Buy)	\$15.00					
Stock Option (Right to Buy)	\$20.58					
Stock Option (Right to Buy)	\$21.59					
			Page 3			

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6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11.Nature of Indirect Beneficial Ownership (Instr. 4)
Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
(1)	06/26/10	Commor Stock	1 30,000		30,000	D	
(2)	06/26/11	Commor Stock	n 6,000		6,000	D	
(3)	06/21/12	Commor Stock	ı 6,000		6,000	D	
-	-	-	-				-

#### **Explanation of Responses:**

(1) - Of such 30,000 shares, not all shares are fully vested, and until fully vested, if exercised, would be subject to repurchase by the Company in the event of termination of the reporting person's services as a non-employee director of the Company. Vests 20% on 06/26/01 and 500 shares per month from 07/26/01 through 06/25/05. Reflects non-discretionary grants under 1997 Directors Plan.

(2) - Of such 6,000 shares, not all shares are fully vested, and until fully vested, if exercised, would be subject to repurchase by the Company in the event of termination of the reporting person's services as a non-employee director of the Company. Vests 500 shares per month from 07/21/05 through 06/21/06. Reflects non-discretionary grants under 1997 Directors Plan.

(3) - Of such 6,000 shares, not all shares are fully vested, and until fully vested, if exercised, would be subject to repurchase by the Company in the event of termination of the reporting person's services as a non-employee director of the Company. Vests 500 shares per month from 07/21/06 through 06/21/07. Reflects non-discretionary grants under 1997 Directors Plan.

/s/ Kuo Wei (Herbert)	
Chang	March 19, 2003

#### \*\*Signature of Reporting Person

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).