

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### 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).

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	—
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <b>DREHOBL STEPHEN V</b>			2. Issuer Name and Ticker or Trading Symbol MICROCHIP TECHNOLOGY INC [ <b>MCHP</b> ]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>08/15/2020</b>			<input checked="" type="checkbox"/> Director	10% Owner	
<b>C/O MICROCHIP TECHNOLOGY INCORPORATED</b>			4. If Amendment, Date of Original Filed (Month/Day/Year)			<input checked="" type="checkbox"/> Officer (give title below)	Other (specify below)	
<b>2355 WEST CHANDLER BOULEVARD</b>						<b>Senior VP, MCU8/MCU16</b>		
(Street)						<input checked="" type="checkbox"/> BU		
<b>CHANDLER</b>	<b>AZ</b>	<b>85224-6199</b>				6. Individual or Joint/Group Filing (Check Applicable Line)		
(City)	(State)	(Zip)				<input checked="" type="checkbox"/> Form filed by One Reporting Person		
						<input type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/15/2020		M		2,794	A	\$103.36	22,007	D	
Common Stock	08/15/2020		F		1,217	D	\$103.36	20,790	D	
Common Stock	08/15/2020		M		4,695	A	\$103.36	25,485	D	
Common Stock	08/15/2020		F		2,045	D	\$103.36	23,440	D	
Common Stock	08/15/2020		M		395	A	\$103.36	23,835	D	
Common Stock	08/15/2020		F		173	D	\$103.36	23,662	D	
Common Stock	08/15/2020		M		1,429	A	\$103.36	25,091	D	
Common Stock	08/15/2020		F		623	D	\$103.36	24,468	D	
Common Stock	08/15/2020		M		169	A	\$103.36	24,637	D	
Common Stock	08/15/2020		F		74	D	\$103.36	24,563	D	

**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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	\$103.36	08/15/2020		M			2,794	(1)	(1)	Common Stock	2,794	\$0	0	D	
Restricted Stock Units	\$103.36	08/15/2020		M			4,695	(2)	(2)	Common Stock	4,695	\$0	0	D	
Restricted Stock Units	\$103.36	08/15/2020		M			395	(3)	(3)	Common Stock	395	\$0	0	D	
Restricted Stock Units	\$103.36	08/15/2020		M			1,429	(4)	(4)	Common Stock	1,429	\$0	15,727	D	
Restricted Stock Units	\$103.36	08/15/2020		M			169	(5)	(5)	Common Stock	169	\$0	0	D	

**Explanation of Responses:**

- The restricted stock units vest in twelve equal quarterly installments beginning November 15, 2017 as long as the individual remains a service provider through the vesting date. Vested shares will be delivered to the reporting person upon vest.
- The restricted stock units will vest in full on August 15, 2020 as long as the individual remains a service provider through the vesting date and the Company achieves performance targets for operating expense in the quarter ended September 30, 2016. Vested shares will be delivered to the reporting person upon vest.
- The restricted stock units will vest in full on August 15, 2020 as long as the individual remains a service provider through the vesting date and the Company achieves performance targets for operating expense in the quarter ended September 30, 2017. Vested shares will be delivered to the reporting person upon vest.
- The restricted stock units vest in twelve equal quarterly installments beginning August 15, 2020 as long as the individual remains a service provider through the vesting date and the Company achieves performance targets for operating expense in the quarter ended December 31, 2018. Vested shares will be delivered to the reporting person upon vest.
- The restricted stock units will vest in full on August 15, 2020 as long as the individual remains a service provider through the vesting date. Vested shares will be delivered to the reporting person upon vest.

Deborah L. Wussler, as Attorney-in-Fact      08/19/2020

\*\* Signature of Reporting Person      Date

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).

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

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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