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

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported)
October 2, 2013 (October 1, 2013)

MICROCHIP TECHNOLOGY INCORPORATED
(Exact Name Of Registrant As Specified In Its Charter)

Delaware 0-21184 86-0629024
(State Or Other Jurisdiction Of (Commission File No.) (IRS Employer Identification No.)
Incorporation)

2355 West Chandler Boulevard, Chandler, Arizona 85224-6199
(Address Of Principal Executive Offices)

(480) 792-7200
(Registrant’s Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing
obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR
240.14d-2(b))
☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR
240.13e-4(c))
Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On October 1, 2013, the Board of Directors (the “Board”) of Microchip Technology Incorporated (“Microchip”) appointed Esther Johnson to serve as a director to fill the vacancy created when the Board increased the number of authorized directors from five to six (as described in Item 5.03 below). Ms. Johnson has not been appointed to any committees of the Board at this time. There are no arrangements or understandings related to Ms. Johnson pursuant to which she was selected as a director, she has no family relationship with any of Microchip’s directors or executive officers and she has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K. Ms. Johnson will receive the standard compensation and equity awards available to other non-employee directors of the Company as described in the Company’s definitive proxy statement dated July 11, 2013.

Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On October 1, 2013, the Board approved an amendment to Section 3.2 of the Microchip Bylaws to increase the authorized number of directors from five to six.

The foregoing description is qualified in its entirety by reference to the certificate of amendment of bylaws attached hereto as Exhibit 3.1 and incorporated herein by reference.

Item 7.01 Regulation FD Disclosure.

Microchip issued a press release announcing the appointment of Ms. Johnson to the Board and such press release is attached hereto as Exhibit 99.1. The information in the press release shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

3.1 Certificate of Amendment of Bylaws
99.1 Press Release, dated October 1, 2013
SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: October 2, 2013

Microchip Technology Incorporated
(Registrant)

By: /s/ J. Eric Bjornholt
J. Eric Bjornholt
Vice President, Chief Financial Officer
(Principal Accounting and Financial Officer)
### EXHIBITS

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CERTIFICATE OF AMENDMENT OF BYLAWS
OF MICROCHIP TECHNOLOGY INCORPORATED

The undersigned, being the Secretary of Microchip Technology Incorporated, a Delaware Corporation (the "Corporation"), hereby certifies that Section 3.2 of the Bylaws of the Corporation was amended effective October 1, 2013 by the Board of Directors of the Corporation to provide in its entirety as follows:

3.2 Number of Directors. The number of directors of the corporation shall be six (6). This number may be changed by a duly adopted amendment to the certificate of incorporation or by an amendment to this bylaw adopted by resolution of the board of directors or by the stockholders.

No reduction of the authorized number of directors shall have the effect of removing any director before that director’s term of office expires.

By:  /s/ Kim van Herk
     Secretary

Dated: October 1, 2013
MICROCHIP TECHNOLOGY APPOINTS ESTHER JOHNSON TO ITS BOARD OF DIRECTORS

CHANDLER, Arizona – October 1, 2013 -- (NASDAQ:MCHP) – Microchip Technology Incorporated, a leading provider of microcontroller, mixed-signal, analog and Flash-IP solutions, announced the addition of Esther Johnson to its Board of Directors. Ms. Johnson is the former Vice President and General Manager of Carrier Electronics, a part of United Technology Corporation.

"Esther Johnson’s depth of knowledge and expertise gained by managing a multi-million dollar national manufacturer are valuable assets that we believe will be a great addition to Microchip's Board of Directors," said Steve Sanghi, Microchip’s Chairman of the Board, President and CEO. "Esther’s extensive experience and insight, and her knowledge of strategic planning, operations management and business development will complement the experience of our current directors. She will also bring the voice of the industrial customer to our board room. We are happy to welcome Esther as the newest member of the Microchip board."

During her 29-year career at Carrier, Ms. Johnson held a variety of management positions, including Vice President and General Manager, Director of Operations, and Global Supply Chain Manager. Ms. Johnson joins Microchip’s other independent Board members Matthew Chapman, L.B. Day, Albert Hugo-Martinez, and Wade Meyercord. Mr. Sanghi also serves on the Microchip Board.

Microchip Technology Incorporated is a leading provider of microcontroller, mixed-signal, analog and Flash-IP solutions, providing low-risk product development, lower total system cost and faster time to market for thousands of diverse customer applications worldwide. Headquartered in Chandler, Arizona, Microchip offers outstanding technical support along with dependable delivery and quality. For more information, visit the Microchip website at www.microchip.com.

The Microchip logo and name are registered trademarks of Microchip Technology Incorporated.

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