

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
Microchip Technology Incorporated		86-0629024	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
Gary W. McDaniel	480-792-7200	gary.mcdaniel@microchip.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
2355 W. Chandler Blvd.		Chandler, AZ 85224	
8 Date of action		9 Classification and description	
2014		Dividends on Common Stock	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
595017104		MCHP	

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **Distributions to shareholders of record on February 21, 2014 in the amount of \$0.355 per share; distributions to shareholders of record on May 21, 2014 in the amount of \$0.3555 per share; distributions to shareholders of record on August 21, 2014 in the amount of \$0.356 per share; distributions to shareholders of record on November 21, 2014 in the amount of \$0.3565 per share.**

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **100% of each distribution represents a return of capital. Therefore, shareholders should reduce their basis by the total amount of each distribution, assuming per-share basis recovery. Gain should be recognized by the shareholder to the extent that the amount of the distribution exceeds the shareholder's basis. For example, if a shareholder owned one share with a basis of \$1.00 per share and received each of the four quarterly distributions (totalling \$1.423) the shareholder should reduce their basis to zero, and recognize \$0.423 of gain.**

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **Calculation based upon current and accumulated earnings and profits as of tax year ending December 31, 2014.**

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ►
Internal Revenue Code Sections 301(c)(2) and 301(c)(3)

18 Can any resulting loss be recognized? ► n/a

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► 2014

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ►  Date ► 1/7/15

Print your name ► J. Eric Bjornholt Title ► Vice President, CFO

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ►	Firm's EIN ►		Phone no.	
Firm's address ►				