

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name Microchip Technology Incorporated		2 Issuer's employer identification number (EIN) 86-0629024	
3 Name of contact for additional information Gary W. McDaniel	4 Telephone No. of contact 480-792-7200	5 Email address of contact gary.mcdaniel@microchip.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 2355 W. Chandler Blvd.		7 City, town, or post office, state, and Zip code of contact Chandler, AZ 85224	
8 Date of action 2017		9 Classification and description Dividends on Common Stock	
10 CUSIP number 595017104	11 Serial number(s)	12 Ticker symbol MCHP	13 Account number(s)

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 paid on March 7, 2017 in the amount of \$0.3610 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 the distribution described above on March 7, 2017 represents a return of capital.

Generally, the portion of the distribution on the common stock that is treated as a return of capital should reduce the tax basis in the shares of common stock up to a holder's adjusted basis in the common stock, with any excess treated as capital gains pursuant to Section 301(c)(3).

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 ▶ As described above, Microchip Technology Incorporated has determined that of such distributions described above, 100% will be treated as a return of capital under Section 301(c)(2).

	Total Per Share	2017 Taxable	2017 Return of
Payment Date	Distribution	Dividend	Capital
03/07/2017	\$0.3610	\$0.00	\$0.3610

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)

Blank lined area for listing Internal Revenue Code sections.

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

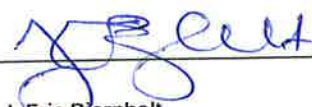
Blank lined area for providing information regarding loss recognition.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ 2017

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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 ▶ 4/20/17
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 ▶
	Firm's address ▶				Phone no.