

**Report of Organizational Actions  
 Affecting Basis of Securities**

▶ See separate instructions.

**Part I Reporting Issuer**

1 Issuer's name <b>Microchip Technology Incorporated</b>		2 Issuer's employer identification number (EIN) <b>86-0629024</b>	
3 Name of contact for additional information <b>Gary W. McDaniel</b>	4 Telephone No. of contact <b>480-792-7200</b>	5 Email address of contact <b>gary.mcdaniel@microchip.com</b>	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact <b>2355 W. Chandler Blvd.</b>		7 City, town, or post office, state, and Zip code of contact <b>Chandler, AZ 85224</b>	
8 Date of action <b>2019</b>	9 Classification and description <b>Conversion Rate Adjustment on Convertible Debt</b>		
10 CUSIP number <b>See Attached</b>	11 Serial number(s)	12 Ticker symbol <b>MCHP</b>	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 ▶ **Microchip Technology Incorporated made a conversion rate adjustment for its convertible debt holders which resulted in a deemed distribution to its convertible debt holders.**

**See attached schedule for dates when conversion rate adjustments occurred.**

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 distributions described above will be treated as a taxable dividend under Section 301(c) & Section 305(c).**

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 taxable dividend a under Section 301(c) & Section 305(c).**

**See attached schedule for value attributed to each conversion rate adjustment.**



**Microchip Technology Incorporated**

**Conversion Rate Adjustments:**

**1.625% Senior Subordinated Convertible Notes Due 2025**

**CUSIP: 595017AD6**

**1.625% Senior Subordinated Convertible Notes Due 2027**

**CUSIP: 595017AF1**

**2.25% Junior Subordinated Convertible Notes Due 2037**

**CUSIP: 595017AH7**

	Deemed Distribution Date	Distribution Per \$1000 Bond	Dividend Per \$1000 Bond	Capital Per \$1000 Bond
	5/20/2019	\$ 7.90	\$ 7.90	\$ -
	5/20/2019	\$ 4.30	\$ 4.30	\$ -
	5/20/2019	\$ 5.36	\$ 5.36	\$ -