
**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): May 20, 2015

MARVELL TECHNOLOGY GROUP LTD.

(Exact name of registrant as specified in its charter)

Bermuda
(State or other jurisdiction
of incorporation)

0-30877
(Commission
File Number)

77-0481679
(I.R.S. Employer
Identification No.)

Canon's Court
22 Victoria Street
Hamilton HM 12
Bermuda
(Address of principal executive offices)

(441) 296-6395
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ 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 May 20, 2015, Michael Rashkin resigned as Chief Financial Officer and Secretary of Marvell Technology Group Ltd. (the “Company”) and from all other positions with the Company and its subsidiaries, effective as of May 22, 2015.

On May 20, 2015, the Company appointed Sukhi Nagesh, 44, as its interim Chief Financial Officer, effective as of May 22, 2015. Mr. Nagesh served as Marvell’s vice president of finance since January of 2014 and prior to that as vice president of investor relations since May 2011. Before joining Marvell in 2011, Sukhi served as vice president and semiconductor research analyst at Deutsche Bank in San Francisco. Over his career, Sukhi has played a variety of roles in finance, marketing, and engineering at SG Cowen, Applied Materials, and Asyst Technologies. Sukhi holds an M.B.A. from New York University, an M.S. in mechanical engineering from Colorado State University, and a B.S. in mechanical engineering from Bangalore University. There are no arrangements or understandings between Mr. Nagesh and any other persons pursuant to which he was selected as interim Chief Financial Officer. There are also no family relationships between Mr. Nagesh and any director or executive officer of the Company and he has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K. The Company also intends to enter into its standard form indemnification agreement with Mr. Nagesh.

Item 7.01 Regulation FD Disclosure

On May 21, 2015, the Company issued a press release announcing Mr. Rashkin’s resignation and the appointment of Mr. Nagesh. A copy of this press release is included as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press Release dated May 21, 2015

SIGNATURE

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

Dated: May 21, 2015

MARVELL TECHNOLOGY GROUP LTD.

By: /s/ Sehat Sutardja
Sehat Sutardja
Chief Executive Officer

EXHIBIT INDEX

| Exhibit No. | Description |
|-------------|----------------------------------|
| 99.1 | Press Release dated May 21, 2015 |

M A R V E L L®

For further information, contact:

John Spencer Ahn
Investor Relations
408-222-7544
johnahn@marvell.com

Sue Kim
Media Relations
408-222-1942
suekim@marvell.com

Marvell Technology Group Ltd. Announces Chief Financial Officer Transition

Santa Clara, Calif. (May 21, 2015) — Marvell Technology Group Ltd. (NASDAQ: MRVL), a global leader in integrated silicon solutions, today announced that after sixteen years with Marvell, Mike Rashkin has expressed his intention to retire as chief financial officer, a role that he has held since December 2013. Mr. Rashkin served the Company in a variety of senior roles since 1999 and has been a key contributor to the success of the company since its formation. Mr. Rashkin's retirement will be effective May 22, 2015.

"Serving as the chief financial officer of Marvell over the last year and a half has been the most rewarding role of my professional career and I am proud of everything we have accomplished. Marvell continues to be at the forefront of many great and new technologies that I believe will change the world and I am confident in the future of the Company," said Mr. Rashkin.

"I'd like to thank Mike for his years of service and dedication to Marvell. He took over the role of CFO at a very critical time for the Company and his leadership has been instrumental in fostering a culture of success across the company. We wish him the best in his retirement," said Sehat Sutardja, Marvell CEO and Chairman.

The Board of Directors appointed Sukhi Nagesh, vice president of finance and investor relations, to serve as interim chief financial officer, effective May 22, 2015. Before joining Marvell in 2011, Sukhi served as vice president and semiconductor research analyst at Deutsche Bank in San Francisco. Over his career, Sukhi has played a variety of roles in finance, marketing, and engineering at SG Cowen, Applied Materials, and Asyst Technologies. Sukhi holds an M.B.A. from New York University, an M.S. in mechanical engineering from Colorado State University, and a B.S. in mechanical engineering from Bangalore University.

About Marvell

Marvell (NASDAQ: MRVL) is a global leader in providing complete silicon solutions and Kinoma® software enabling the “Smart Life and Smart Lifestyle.” From mobile communications to storage, Internet of Things (IoT), cloud infrastructure, digital entertainment and in-home content delivery, Marvell’s diverse product portfolio aligns complete platform designs with industry-leading performance, security, reliability and efficiency. At the core of the world’s most powerful consumer, network and enterprise systems, Marvell empowers partners and their customers to always stand at the forefront of innovation, performance and mass appeal. By providing people around the world with mobility and ease of access to services adding value to their social, private and work lives, Marvell is committed to enhancing the human experience.

As used in this release, the term “Marvell” refers to Marvell Technology Group Ltd. and its subsidiaries. For more information, please visit www.Marvell.com.

Marvell® and the Marvell logo are registered trademarks of Marvell and/or its affiliates.