

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

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1. Name and Address of Reporting Person* <u>Wu Zining</u>			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>MARVELL TECHNOLOGY GROUP LTD</u> [ MRVL ]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <div>CTO</div>		
(Last) (First) (Middle) <u>5488 MARVELL LANE</u>			3. Date of Earliest Transaction (Month/Day/Year) <u>04/01/2015</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
(Street) <u>SANTA CLARA CA</u> <u>95054</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(City) (State) (Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Shares	04/01/2015		M		21,392	A	(1)	83,160 <sup>(2)</sup>	D	
Common Shares	04/01/2015		F <sup>(3)</sup>		8,040	D	\$14.97	75,120	D	
Common Shares	04/01/2015		M		32,286	A	(4)	107,406	D	
Common Shares	04/01/2015		F <sup>(3)</sup>		12,134	D	\$14.97	95,272	D	
Common Shares	04/01/2015		M		5,000	A	(1)	100,272	D	
Common Shares	04/01/2015		F <sup>(3)</sup>		1,891	D	\$14.97	98,381	D	
Common Shares	04/01/2015		M		8,125	A	(1)	106,506	D	
Common Shares	04/01/2015		F <sup>(3)</sup>		3,042	D	\$14.97	103,464	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units (Right to Acquire)	(1)	04/01/2015		M			21,392	(5)	04/01/2015	Common Shares	21,392	\$0.00	0	D	
Performance Award (Right to Acquire)	(4)	04/01/2015		M			32,286	(6)	04/01/2015	Common Shares	32,286	\$0.00	0	D	
Restricted Stock Units (Right to Acquire)	(1)	04/01/2015		M			5,000	(7)	04/01/2015	Common Shares	5,000	\$0.00	0	D	
Restricted Stock Units (Right to Acquire)	(1)	04/01/2015		M			8,125	(8)	04/01/2016	Common Shares	8,125	\$0.00	8,125	D	

Explanation of Responses:

1. Each restricted stock unit ("RSU") represented a contingent right to receive one Marvell common share.
2. Includes 2,800 and 97 shares acquired under the Marvell 2000 Employee Stock Purchase Plan on June 6, 2014 and December 5, 2014, respectively, in an exempt transaction per transaction code A, as well as under Rule 16b-3(c).
3. Surrender of shares in payment of tax withholding due as a result of the vesting of RSUs or performance award (as applicable).
4. Each performance award represented a contingent right to receive one Marvell common share.
5. 21,392 shares granted pursuant to a performance-based RSU award were vested and released to Mr. Zining Wu effective April 1, 2015.
6. 32,286 shares granted pursuant to a performance award were vested and released to Mr. Wu effective April 1, 2015.
7. 5,000 shares granted pursuant to a service-based RSU award were vested and released to Mr. Wu effective April 1, 2015. This grant vested in four equal annual installments beginning on the first anniversary of April 1, 2011, the vesting commencement date.
8. 8,125 shares granted pursuant to a service-based RSU award were vested and released to Mr. Wu effective April 1, 2015. This grant vests in four equal annual installments beginning on the first anniversary of April 1, 2012, the vesting commencement date.

Remarks:

Exhibit List: Exhibit 24 - Power of Attorney

/s/ Tom Savage as Attorney-in-Fact      04/03/2015

\*\* Signature of Reporting Person      Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**

POWER OF ATTORNEY

The undersigned hereby constitutes and appoints Tom Savage the undersigned's true and lawful attorney-in-fact to:

(1) Execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or ten percent beneficial owner of Marvell Technology Group Ltd. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(2) Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and

(3) Take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 25th day of March 2015.

Signature        /s/ Zining Wu  
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Print Name       Zining Wu  
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