

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Sutardja, Sehat</u> (Last) (First) (Middle) <u>5488 MARVELL LANE</u> (Street) <u>SANTA CLARA CA</u> <u>95054</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MARVELL TECHNOLOGY GROUP LTD [MRVL]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>12/05/2016</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
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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	12/05/2016		M		29,332	A	\$6.84	3,498,227 ⁽¹⁾	D	
Common Shares	12/05/2016		S		29,332	D	\$14.0257 ⁽²⁾	3,468,895 ⁽¹⁾	D	
Common Sahres	12/05/2016		M		300,000	A	\$6.84	3,768,895 ⁽¹⁾	D	
Common Shares	12/05/2016		S		300,000	D	\$14.0257 ⁽²⁾	3,468,895 ⁽¹⁾	D	
Common Shares	12/05/2016		M		200,000	A	\$10.76	3,668,895 ⁽¹⁾	D	
Common Shares	12/05/2016		S		200,000	D	\$14.0257	3,468,895 ⁽¹⁾	D	
Common Shares	12/05/2016		M		300,000	A	\$10.76	3,768,895 ⁽¹⁾	D	
Common Shares	12/05/2016		S		300,000	D	\$14.0266 ⁽³⁾	3,468,895 ⁽¹⁾	D	
Common Shares	12/05/2016		M		100,000	A	\$12.92	3,568,895 ⁽¹⁾	D	
Common Shares	12/05/2016		S		100,000	D	\$14.0266 ⁽³⁾	3,468,895 ⁽¹⁾	D	
Common Shares								18,253,334 ⁽⁴⁾	I	By Sutardja Family Partners ⁽⁴⁾
Common Shares								43,514,448 ⁽¹⁾	I	By SSWD LLC ⁽⁵⁾

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				
Employee Stock Option (Right to Buy)	\$6.84	12/05/2016		M			29,332	(6)	12/08/2016	Common Shares	29,332	\$0.00	0	D	
Employee Stock Option (Right to Buy)	\$6.84	12/05/2016		M			300,000	(6)	12/08/2016	Common Shares	300,000	\$0.00	0	D	
Employee Stock Option (Right to Buy)	\$10.76	12/05/2016		M			200,000	(7)	12/08/2016	Common Shares	200,000	\$0.00	800,000 ⁽⁸⁾	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				
Employee Stock Option (Right to Buy)	\$10.76	12/05/2016		M			300,000	(7)	12/08/2016	Common Shares	300,000	\$0.00	0	D	
Employee Stock Option (Right to Buy)	\$12.92	12/05/2016		M			100,000	(9)	12/08/2016	Common Shares	100,000	\$0.00	0	D	

1. Name and Address of Reporting Person*

Sutardja, Sehat

(Last)(First)(Middle)

5488 MARVELL LANE

(Street)

SANTA CLARACA95054

(City)(State)(Zip)

1. Name and Address of Reporting Person*

Dai, Weili

(Last)(First)(Middle)

5488 MARVELL LANE

(Street)

SANTA CLARACA95054

(City)(State)(Zip)

Explanation of Responses:

1. These securities are jointly owned by Ms. Weili Dai and Dr. Sehat Sutardja who are members of a "Group" for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended. Dr. Sutardja and Ms. Dai are husband and wife.

2. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$14.00 to \$14.115, inclusive. The reporting person undertakes to provide Marvell Technology Group Ltd. ("Marvell"), any security holder of Marvell, or the staff of the Securities and Exchange Commission ("SEC"), upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote 2 to this Form 4.

3. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$14.00 to \$14.085, inclusive. The reporting person undertakes to provide Marvell Technology Group Ltd. ("Marvell"), any security holder of Marvell, or the staff of the Securities and Exchange Commission ("SEC"), upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote 2 to this Form 4.

4. Ms. Dai and Dr. Sutardja are the general partners of The Sutardja Family Partners, a California family limited partnership.

5. Ms. Dai and Dr. Sutardja are the managing members of SSWD LLC, a Delaware limited liability company.

6. Option vests at the rate of 1/4th of the shares annually beginning on the first anniversary of December 15, 2008, the vesting commencement date.

7. Option vests at the rate of 1/4th of the shares annually beginning on the first anniversary of April 30, 2013, the vesting commencement date.

8. Dr. Sehat Sutardja is the husband of Ms. Weili Dai. Dr. Sutardja holds this option in his own name. Ms. Weili Dai may be deemed to be an indirect beneficial owner of this option.

9. Option vests at the rate of 1/4th of the shares annually beginning on the first anniversary of June 10, 2009, the vesting commencement date.

Remarks:

Sehat Sutardja

Weili Dai

** Signature of Reporting Person

12/07/2016

12/07/2016

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.