

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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>CHANG KUO WEI HERBERT</u> (Last) (First) (Middle) (Street) (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MARVELL TECHNOLOGY GROUP LTD</u> [<u>MRVL</u>]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/05/2003</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

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 Stock	06/05/2003		s		1,000	D	33.4125	399,000	I	By Investar Burgeon Venture Capital, Inc.
Common Stock	06/05/2003		s		5,000	D	33.4	394,000	I	By Investar Burgeon Venture Capital, Inc.
Common Stock	06/05/2003		s		4,000	D	33.58	390,000	I	By Investar Burgeon Venture Capital, Inc.
Common Stock	06/05/2003		s		3,000	D	33.5	387,000	I	By Investar Burgeon Venture Capital, Inc.
Common Stock	06/05/2003		s		5,000	D	33.3566	382,000	I	By Investar Burgeon Venture Capital, Inc.
Common Stock	06/05/2003		s		2,000	D	33.473	380,000	I	By Investar Burgeon Venture Capital, Inc.
Common Stock	06/05/2003		s		7,000	D	33.4	373,000	I	By Investar Burgeon Venture Capital, Inc.

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			Code	V	Amount	(A) or (D)	Price				
Common Stock	06/05/2003		S		2,000	D	33.2235	371,000	I	By Investar Burgeon Venture Capital, Inc.	
Common Stock	06/05/2003		S		4,000	D	33.1012	367,000	I	By Investar Burgeon Venture Capital, Inc.	
Common Stock	06/05/2003		S		4,000	D	32.45	363,000	I	By Investar Burgeon Venture Capital, Inc.	
Common Stock	06/05/2003		S		3,000	D	32.1	360,000	I	By Investar Burgeon Venture Capital, Inc.	
Common Stock	06/05/2003		S		4,000	D	32.0062	356,000	I	By Investar Burgeon Venture Capital, Inc.	
Common Stock	06/05/2003		S		3,000	D	32.139	353,000	I	By Investar Burgeon Venture Capital, Inc.	
Common Stock	06/05/2003		S		3,000	D	31.9956	350,000 ⁽¹⁾	I	By Investar Burgeon Venture Capital, Inc. ⁽²⁾	

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			

Explanation of Responses:

1. Reporting person also has indirect benefical ownership in the following: 400,564 shares held by Investar Capital, Inc.; 210,000 shares held by Investar Dayspring Venture Capital Inc.; 50,000 shares held by Investar Exelsus Venture Capital (Int'l.) Inc.; 184,616 held by Forefront Venture Partners, L.P., and 34,071 shares held by Investar Avantgarde Holding, Inc. In addition, Reporting Person also has direct beneficial ownership of 181, 000 shares.

2. Footnote for Table II - Summary of Derivative Securities: The Reporting Person owns directly three Stock Options (Right to Buy) with different vesting schedules described as follows: (i) 30,000 shares granted on June 26, 2000 at \$15.00 per share, vests 20% on 06/26/01 and 500 shares per month from 07/26/01 through 06/26/05; (ii) 6,000 shares granted on June 21, 2001 at \$20.58 per share, vests 500 shares per month from 07/21/05 through 06/21/06; and (iii) 6,000 shares granted on June 21, 2002 at \$21.59 per share, vests 500 shares per month from 07/21/06 through 06/21/07. All three Stock Options are immediately exerciseable but not fully vested, and until fully vested, if exercised, would be subject to repurchase by the Company as to the unvested shares in the event of termination of the reporting person's services as a non-employee director of the Company.

Matthew Gloss, by Power of Attorney 06/09/2003

** 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.