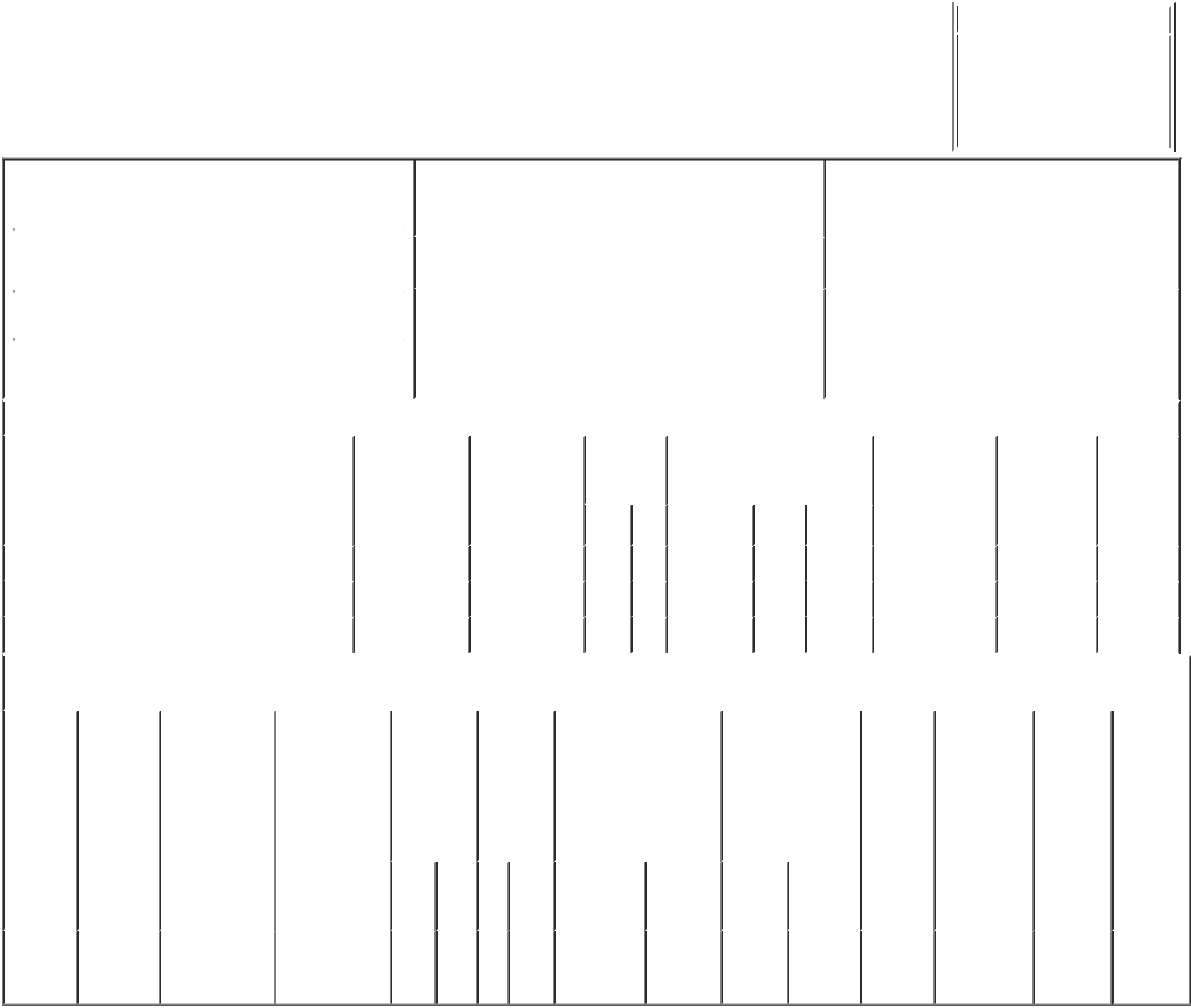
SEC Form 4

**FORM 4**

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



|  |  |  |  |  |  |
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| **UNITED STATES SECURITIES AND EXCHANGE COMMISSION** |  |  |  |  |  |
|  |  |  |  |  |
|  | OMB APPROVAL | | |  |
| Washington, D.C. 20549 |  |  |
|  |  |  |  |  |  |
| **STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP** |  | OMB Number: | 3235-0287 |  |  |
|  | Expires: | December 31, | |  |
|  |  |  | 2014 |  |  |
| Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 |  | Estimated average burden | | |  |
|  | hours per | 0.5 |  |  |
| or Section 30(h) of the Investment Company Act of 1940 |  |  |  |
|  | response: |  |  |
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|  | 1. Name and Address of Reporting Person\* | | | | |  |  |  | 2. Issuer Name **and** Ticker or Trading Symbol | | | | | | | |  |  |  |  |  | 5. Relationship of Reporting Person(s) to Issuer | | | | | | | | | | |  |
|  |  | [HERVEY GEORGE](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001189880) | | |  |  |  |  | [MARVELL TECHNOLOGY GROUP LTD](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001058057) | | | | | | | | | | | |  | (Check all applicable) | | | | |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | Director |  |  | 10% Owner | | | | |  |
|  |  |  |  |  |  | [ MRVL ] | | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  | | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  | (Last) | (First) | | | (Middle) |  |  | 3. Date of Earliest Transaction (Month/Day/Year) | | | | | | | |  |  |  |  |  |  | below) |  |  | below) | |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | Chief Financial Officer | | | | |  |  |  |  |
|  |  |  |  |  |  |  | 05/28/2003 | | | | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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|  |  |  |  |  |  |  |  |  | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | |  |  |  | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | | | | | |  |
|  | (Street) | |  |  |  |  |  |  |  |  |  |  |
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|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | X Form filed by One Reporting Person | | | | | | | | | | |  |
|  |  | (City) | (State) | | | (Zip) |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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|  |  |  |  |  |  | | |  |  |  | | |  | | | | | | |  | |  |  | |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  | **Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned** | | | | | | | | | | | | | | | | | | | | |  |  |  |  |  |  |  |  |
|  |  |  | | |  |  | | | |  |  |  |  |  |  |  | | | |  | | |  |  |  | |  | | |  |  | |  |
|  | **1. Title of Security (Instr. 3)** | | | | | **2. Transaction** | | | | | **2A. Deemed** |  |  | **3.** |  | **4. Securities Acquired (A) or** | | | | | | | |  | **5. Amount of** | | **6. Ownership** | | | **7. Nature of** | | |  |
|  |  |  |  |  |  | **Date** |  |  |  |  | **Execution Date,** | | | **Transaction** | | **Disposed Of (D) (Instr. 3, 4 and** | | | | | | | |  | **Securities** |  | **Form: Direct** | | | **Indirect** | | |  |
|  |  |  |  |  |  | **(Month/Day/Year)** | | | | | **if any** |  |  | **Code (Instr.** | | **5)** |  |  |  |  |  |  |  |  | **Beneficially** | | **(D) or Indirect** | | | **Beneficial** | | |  |
|  |  |  |  |  |  |  |  |  |  |  | **(Month/Day/Year)** | | | **8)** |  |  |  |  |  |  |  |  |  |  | **Owned Following** | | **(I) (Instr. 4)** | |  | **Ownership** | | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Reported** |  |  |  |  | **(Instr. 4)** | | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Code** | **V** | **Amount** |  | **(A) or** |  |  | **Price** | | |  | **Transaction(s)** | |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **(D)** |  |  |  | **(Instr. 3 and 4)** | |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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|  | Common Stock | | |  |  | 05/28/2003 | | | | |  |  |  | M |  | 4,000 | | A |  |  | 10 | |  | 7,917 | | |  | D |  |  |  |  |  |
|  |  |  | |  |  |  | | | |  |  |  |  |  |  |  | |  |  |  |  | |  |  | | |  |  |  |  |  |  |  |
|  | Common Stock | | |  |  | 05/28/2003 | | | | |  |  |  | S |  | 2,000 | | D |  |  | 32.19 | |  | 5,917 | | |  | D |  |  |  |  |  |
|  |  |  | |  |  |  | | | |  |  |  |  |  |  |  | |  |  |  |  | |  |  | | |  |  |  |  |  |  |  |
|  | Common Stock | | |  |  | 05/28/2003 | | | | |  |  |  | S |  | 2,000 | | D |  |  | 31.77 | |  | 3,917 | | |  | D |  |  |  |  |  |
|  |  |  |  |  |  |  | | | |  | | |  | | | | | | |  | | |  | |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  | **Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned** | | | | | | | | | | | | | | | | | | | |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  | **(e.g., puts, calls, warrants, options, convertible securities)** | | | | | | | | | | | | | | | | | |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  | |  |  |  |  | | | | |  | | |  | | |  |  | |  | |  |  |  | | |  |
|  | **1. Title of** | | **2.** | **3. Transaction** | | **3A. Deemed** | **4.** | |  |  | **5. Number** | **6. Date Exercisable and** | | | | | **7. Title and Amount** | | | | | | | **8. Price of** | | **9. Number of** | | **10.** |  | **11. Nature** | | |  |
|  | **Derivative** | | **Conversion** | **Date** | | **Execution Date,** | **Transaction** | | | | **of** | **Expiration Date** | | | |  | **of Securities** | | | |  |  |  | **Derivative** | | **derivative** |  | **Ownership of Indirect** | | | | |  |
|  | **Security** | | **or Exercise** | **(Month/Day/Year)** | | **if any** | **Code (Instr.** | | | | **Derivative** | **(Month/Day/Year)** | | | |  | **Underlying** | |  |  |  |  |  | **Security** | | **Securities** |  | **Form:** | | **Beneficial** | | |  |
|  | **(Instr. 3)** | | **Price of** |  |  | **(Month/Day/Year)** | **8)** | |  |  | **Securities** |  |  |  |  |  | **Derivative Security** | | | | | | | **(Instr. 5)** | | **Beneficially** | | **Direct (D)** | | **Ownership** | | |  |
|  |  |  | **Derivative** |  |  |  |  |  |  |  | **Acquired** |  |  |  |  |  | **(Instr. 3 and 4)** | | | |  |  |  |  |  | **Owned** |  | **or Indirect** | | **(Instr. 4)** | | |  |
|  |  |  | **Security** |  |  |  |  |  |  |  | **(A) or** |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Following** |  | **(I) (Instr. 4)** | |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  | **Disposed** |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Reported** |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  | **of (D)** |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Transaction(s)** | |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  | **(Instr. 3, 4** |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **(Instr. 4)** |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  | **and 5)** |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | | |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Amount** | | | | |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **or** | |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | **Date** | |  | **Expiration** | |  |  | **Number** | | | | |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  | **Code V** | | | | **(A) (D)** | **Exercisable** | | | **Date** | | **Title** | | **of Shares** | | | | |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Stock | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Option | | 10 | 05/28/2003 | |  |  | M | | | 4,000 |  |  | (1) | 05/08/2010 | | Common | | 557,400 | | | |  | $0 | | 557,400 | | D | (2) |  |  |  |  |
|  | (Right to | |  |  | 08/08/1988 | | |  | Stock |  |  |  |  |  |  |

Buy)

**Explanation of Responses:**

1. This option vests as follows: 152,000 shares on 04/26/01, 12,667 shares per month beginning 05/26/01 until 04/26/05. This option is 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 to the Company.
2. Summary of Derivative Securities: In addition, the Reporting Person owns directly three additional Stock Options (Right to Buy) with different vesting schedules described as follows: (i) 40,000 shares granted on January 2, 2001 at $21.37 per share, vests 10,000 shares on 01/02/02 , and 833 shares per month beginning 02/02/02 until 01/02/05; (ii) 40,000 shares granted on February 28, 2002 at $30.69 per share, vests 10,000 shares on 02/03/03, 8,333 shares on 12/03/03, and 833 shares per month beginning 01/03/04 until 02/03/06; (iii) 70,000 shares granted on October 16, 2002 at $13.87 per share, vests 70,000 shares on 10/16/2007. All three Stock Options are 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 to the Company.

|  |  |  |
| --- | --- | --- |
| George Hervey |  | 05/29/2003 |
| \*\* 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.**