

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	
OMB Number:	3235-0287
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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>07/01/2003</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	07/01/2003		S		160,900	D	35.22	35,000	I	By Investar Burgeon Venture Capital, Inc.
Common Stock	07/01/2003		J <sup>(2)</sup>		189,665	A	0 <sup>(2)</sup>	370,665	D	
Common Stock	07/01/2003		J <sup>(2)</sup>		298,854	D	0 <sup>(2)</sup>	85,286	I	Investar Capital Inc.
Common Stock	07/01/2003		J <sup>(3)</sup>		23,850	D	0 <sup>(3)</sup>	0	I	Investar Avantgarde Holding, Inc.
Common Stock	07/01/2003		J <sup>(3)</sup>		6,814	A	0 <sup>(3)</sup>	6,814	I	By Spouse <sup>(1)(4)</sup>

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. The Reporting Person disclaims beneficial ownership of the shares held by his Spouse.
2. On July 1, 2003 Investar Capital Inc. effected a pro-rata distribution of its shares of the Issuer to certain affiliated parties, as noted herein, as well as to certain non-affiliated parties. The receipt of shares by each such non-affiliated party are not reflected herein.
3. On July 1, 2003 Investar Avantgarde Holding, Inc. effected a pro-rata distribution of its shares of the Issuer to certain affiliated parties, as noted herein, as well as to certain non-affiliated parties. The receipt of shares by each such non-affiliated party are not reflected herein.
4. 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 exercisable 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, 07/03/2003

\*\* 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.

