

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>BANATAO DIOSDADO P</u>			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)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>03/17/2004</u>			
(Street) <u>700 FIRST AVENUE</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	
(City)	(State)	(Zip)				
<u>SUNNYVALE CA 94089</u>						

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								1,375,000	D	
Common Stock								332,730	I	By Tallwood Partners LLC
Common Stock	03/17/2004		C		100,000	D	\$41.835 ⁽⁴⁾	1,300,322	I	By Diosdado & Maria C. Banatao Trust
Common Stock	03/17/2004		C		145,425	D	\$41.835 ⁽²⁾	1,154,897	I	By Diosdado & Maria C. Banatao Trust

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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Put Option (Right to Sell)	\$41.835	03/17/2004		C		1	03/17/2004	03/12/2004	Common Stock	100,000	⁽¹⁾	0	I	By Diosdado & Maria C. Banatao Trust
Put Option (Right to Sell)	\$41.835	03/17/2004		C		1	03/17/2004	03/12/2004	Common Stock	145,425	⁽²⁾	0	I	By Diosdado & Maria C. Banatao Trust
Put Option (Right to Sell)	⁽³⁾⁽⁴⁾						⁽³⁾⁽⁴⁾	06/28/2005	Common Stock	300,000		1	I	By Diosdado & Maria C. Banatao Trust
Put Option (Right to Sell)	⁽³⁾⁽⁴⁾						⁽³⁾⁽⁴⁾	09/09/2005	Common Stock	100,000		1	I	By Diosado & Maria C. Banatao Trust

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				
Put Option (Right to Sell)	(3)(4)							(3)(4)	09/23/2005	Common Stock	100,000		1	I	By Diosdado & Maria C. Banatao Trust
Put Option (Right to Sell)	(3)(4)							(3)(4)	06/30/2006	Common Stock	280,000		1	I	By Diosdado & Maria C. Banatao Trust
Put Option (Right to Sell)	(3)(4)							(3)(4)	10/13/2006	Common Stock	150,000		1	I	By Diosdado & Maria C. Banatao Trust
Put Option (Right to Sell)	(3)(4)							(3)(4)	01/19/2007	Common Stock	134,900		1	I	By Diosdado & Maria C. Banatao Trust

Explanation of Responses:

1. Reporting settlement of pre-paid forward contract (Right to Sell) held by Diosdado and Maria C. Banatao Trust (the "Trust") for 100,000 shares entered into on April 1, 2002. In accordance with the terms of the contract, the Trust is to deliver a certain number of shares upon settlement of the contract depending on the closing price of the Issuer's common stock on the expiration date of the contract. The contract settled on March 17, 2004 whereby 100,000 shares of the 100,000 pledged shares were transferred in accordance with the terms of the contract.
2. Reporting settlement of pre-paid forward contract (Right to Sell) held by the Trust for 150,000 shares entered into on April 1, 2002. In accordance with the terms of the contract, the Trust is to deliver a certain number of shares upon settlement of the contract depending on the closing price of the Issuer's common stock on the expiration date of the contract. The contract settled on March 17, 2004 whereby 145,425 shares of the 150,000 pledged shares were transferred in accordance with the terms of the contract.
3. The Reporting Person also has indirect ownership of six prepaid forward contracts (Right to Sell) held by the Trust. The contracts provide that the Trust will deliver a certain number of shares at the end of the contract depending on the Issuer's common stock price on such date. 1) a contract for 300,000 shares was entered into on 06/28/02 with a settelement date on 06/28/05; 2) a contract for 100,000 shares was entered into on 09/10/02 with a settlement date on 09/09/05; 3) a contract for 100,000 shares was entered into on 09/23/02 with a settlement date on 09/23/05; 4) a contract for 280,000 shares was entered into on 07/02/03 with a settlement date on 06/30/06; 5) a contract for 150,000 shares was entered into on 10/14/03 with a settlement date on 10/13/06; 6) a contract for 134,900 shares was entered into on 01/20/04 with a settlement date on 01/19/07.
4. Continuation of Footnote No. 2: Exact pricing terms for each contract are determined on the respective settlement dates in accordance with the applicable contract.

Remarks:

Diosdado Banatao03/19/2004

** Signature of Reporting PersonDate

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.