



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM 8-K**

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

June 1, 2004

Date of report

(Date of earliest event reported)

**MARVELL TECHNOLOGY GROUP LTD.**

(Exact name of registrant as specified in its charter)

Bermuda  
(State or other jurisdiction  
of incorporation or organization)

0-30877  
(Commission File Number)

77-0481679  
(I.R.S. Employer  
Identification No.)

Canon's Court  
22 Victoria Street  
Hamilton HM 12  
Bermuda  
(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (441) 296-6395

N/A

(Former name and former address, if changed since last report)

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**Item 7. Financial Statements and Exhibits.**

(c) Exhibits.

| Exhibit | Description                       |
|---------|-----------------------------------|
| 99.1    | Press Release dated June 1, 2004. |

**Item 9. Regulation FD Disclosure.**

The information in this Current Report is being furnish and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”), or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

On June 1, 2004, Marvell Technology Group, Ltd. (“Marvell”) issued a press release regarding its shareholders’ approval of an increase in the Company’s authorized share capital to allow for a 2 for 1 stock split of the Company’s common shares to be effected in the form of an issuance of bonus shares. The full text of Marvell’s press release is furnished herewith as Exhibit 99.1.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 1, 2004.

MARVELL TECHNOLOGY GROUP LTD.

By: /s/ George A. Hervey  
George A. Hervey  
Vice President of Finance and  
Chief Financial Officer

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EXHIBIT INDEX

| Exhibit No.  | Document                           |
|--------------|------------------------------------|
| Exhibit 99.1 | Press Release issued June 1, 2004. |

## NEWS RELEASE

MARVELL(R) ANNOUNCES SHAREHOLDER APPROVAL OF AN INCREASE IN AUTHORIZED SHARE  
CAPITAL TO ALLOW FOR 2 FOR 1 STOCK SPLIT

SUNNYVALE, CALIFORNIA, (JUNE 1, 2004) -- Marvell(R) Technology Group Ltd. (NASDAQ: MRVL), a technology leader in the development of extreme broadband communications and storage solutions, announced today that at its May 28, 2004 Annual General Meeting its shareholders approved an increase in the Company's authorized capital in order to allow a two for one stock split of the Company's common stock to be paid in the form of a 100% stock dividend. The stock split was previously approved by Marvell's Board of Directors on February 25, 2004, and was subject to shareholder approval of an increase in the Company's authorized share capital. Stock certificates representing one additional share for each share held will be delivered on or about June 28, 2004 (payment date) to all shareholders of record at the close of business on June 14, 2004 (record date).

## ABOUT MARVELL

Marvell (NASDAQ: MRVL) is the leading global semiconductor provider of complete broadband communications and storage solutions. The Company's diverse product portfolio includes switching, transceiver, communications controller, wireless, and storage solutions that power the entire communications infrastructure, including enterprise, metro, home, and storage networking. As used in this release, the terms "Company" and "Marvell" refer to Marvell Technology Group Ltd. and its subsidiaries, including Marvell Semiconductor, Inc. (MSI), Marvell Asia Pte Ltd. (MAPL), Marvell Japan K.K., Marvell Taiwan Ltd., Marvell International Ltd. (MIL), Marvell U.K. Limited, Marvell Semiconductor Israel Ltd. (MSIL), RADLAN Computer Communications Ltd., and SysKonnect GmbH. MSI is headquartered in Sunnyvale, Calif., and designs, develops and markets products on behalf of MIL and MAPL. MSI may be contacted at (408) 222-2500 or at [www.marvell.com](http://www.marvell.com).

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## Media Contact

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