

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*<br><u>HERVEY GEORGE</u><br><br>(Last) (First) (Middle)<br><u>5488 MARVELL LANE</u><br><br>(Street)<br><u>SANTA CLARA CA</u> <u>95054</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>MARVELL TECHNOLOGY GROUP LTD</u><br>[ <u>MRVL</u> ]<br><br>3. Date of Earliest Transaction (Month/Day/Year)<br><u>01/05/2006</u><br><br>4. If Amendment, Date of Original Filed (Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><br><u>Chief Financial Officer</u><br><br>6. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><br>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                    | 01/05/2006                           |  | M                              |   | 3,000   | A          | \$15.345 | 87,517  | D  |   |
| Common Stock                    | 01/05/2006                           |  | S                              |   | 3,000   | D          | \$59.29  | 84,517  | D  |   |
| Common Stock                    | 01/06/2006                           |  | M                              |   | 6,000   | A          | \$15.345 | 90,517  | D  |   |
| Common Stock                    | 01/06/2006                           |  | S                              |   | 6,000   | D          | \$60.965 | 84,517  | D  |   |
| Common Stock                    | 01/09/2006                           |  | M                              |   | 3,000   | A          | \$15.345 | 87,517  | D  |   |
| Common Stock                    | 01/09/2006                           |  | S                              |   | 3,000   | D          | \$62.02  | 84,517  | D  |   |

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 |  |  |   |  |
| Employee Stock Option (Right to Buy)       | \$5  |                                      |  |                                |   |  |       | (1)  | 05/08/2010      | Common Stock  | 29,000                     |  | 29,000   | D   |  |
| Employee Stock Option (Right to Buy)       | \$15.345   | 01/05/2006                           |  | M                              |   |  | 3,000 | (2)  | 02/28/2012      | Common Stock  | 53,000                     | \$0  | 53,000   | D   |  |
| Employee Stock Option (Right to Buy)       | \$15.345   | 01/06/2006                           |  | M                              |   |  | 6,000 | (2)  | 02/28/2012      | Common Stock  | 47,000                     | \$0  | 47,000   | D   |  |
| Employee Stock Option (Right to Buy)       | \$15.345   | 01/09/2006                           |  | M                              |   |  | 3,000 | (2)  | 02/28/2012      | Common Stock  | 44,000                     | \$0  | 44,000   | D   |  |
| Employee Stock Option (Right to Buy)       | \$6.935  |                                      |  |                                |   |  |       | (3)  | 10/16/2012      | Common Stock  | 140,000                    |  | 140,000  | D   |  |
| Employee Stock Option (Right to Buy)       | \$12.37  |                                      |  |                                |   |  |       | (4)  | 05/05/2013      | Common Stock  | 100,000                    |  | 100,000  | D   |  |

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 |  |  |   |  |
| Stock Option (Right to Buy)                | \$18.95  |                                      |  |                                |   |  |     | (5)  | 01/02/2014      | Common Stock  | 140,000                    |  | 140,000  | D   |  |
| Stock Option (Right to Buy)                | \$22.475   |                                      |  |                                |   |  |     | (6)  | 04/16/2014      | Common Stock  | 17,840                     |  | 17,840   | D   |  |
| Stock Option (Right to Buy)                | \$35.46  |                                      |  |                                |   |  |     | (7)  | 03/18/2015      | Common Stock  | 12,106                     |  | 12,106   | D   |  |
| Stock Option (Right to Buy)                | \$35.45  |                                      |  |                                |   |  |     | (8)  | 04/11/2015      | Common Stock  | 70,000                     |  | 70,000   | D   |  |

Explanation of Responses:

1. This option becomes exercisable as it vests as follows: Vests 20% on 04/26/01 and 25,334 shares per month beginning 05/26/01 until 04/26/05.
2. Of such 80,000 shares, vests 25% on 02/03/03, 16,666 shares on 12/03/03 and 1,666 shares per month beginning 01/03/04 until 02/03/06; Options become exercisable as they vest.
3. Of such 140,000 shares, vests 140,000 shares on 10/16/07; Options become exercisable as they vest.
4. Of such 100,000 shares, vests 100,000 shares on 05/05/06; Options become exercisable as they vest.
5. Of such 140,000 shares, vests 140,000 shares on 01/02/08; Options become exercisable as they vest.
6. Of such 17,840 shares, all shares are fully vested and exercisable on 04/16/04.
7. Of such 12,106 shares, all shares are fully vested and exercisable on 02/01/05.
8. Of such 70,00 shares, vests 70,000 shares on 04/11/2009; Options become exercisable as they vest.

Remarks:

George Hervey  
\*\* Signature of Reporting Person

01/09/2006  
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.

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