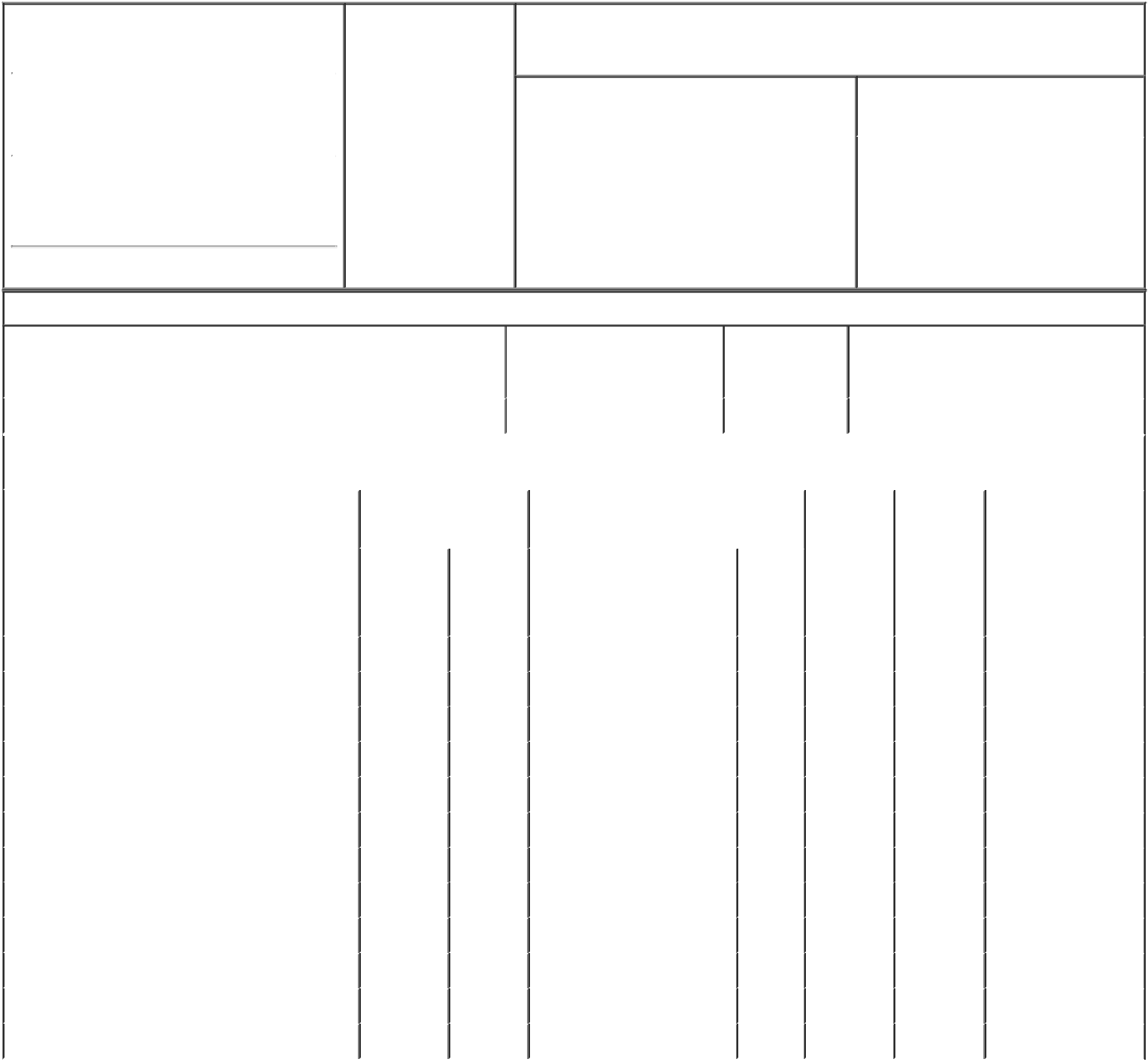
|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| SEC Form 3 |  |  |  |  |  |  |
| **FORM 3** | **UNITED STATES SECURITIES AND EXCHANGE COMMISSION** |  |  |  |  |  |
|  | Washington, D.C. 20549 |  |  |  |  |  |
|  |  | OMB APPROVAL | | |  |
|  |  |  |  |
|  | **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF** |  |  |  |  |  |
|  |  | OMB Number: | 3235-0104 |  |  |
|  |  |  |  |  |
|  | **SECURITIES** |  | Estimated average burden | | |  |
|  |  | hours per response: | 0.5 |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |



Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940



|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 1. Name and Address of Reporting Person\* | | | | 2. Date of Event |  |
|  |  | [Tate Michael Truett](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001399546) | | Requiring Statement |  |
|  |  | (Month/Day/Year) |  |
|  |  |  |  | 05/06/2007 |  |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | (Last) | (First) | (Middle) |  |
|  | 5488 MARVELL LANE | |  |  |
|  |  |  |  |  |
| (Street) | |  |  |  |
|  | SANTA | CA | 95054 |  |
|  | CLARA |  |
|  |  |  |  |

3. Issuer Name **and** Ticker or Trading Symbol

[MARVELL TECHNOLOGY GROUP LTD](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001058057) [ MRVL ]

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 4. Relationship of Reporting Person(s) to Issuer | | | 5. | If Amendment, Date of Original Filed |  |
| (Check all applicable) | |  | (Month/Day/Year) | |  |
|  | Director | 10% Owner |  |  |  |
| X | Officer (give title | Other (specify |  |  |  |
| 6. | Individual or Joint/Group Filing (Check |  |
| below) | below) |  |
|  | Applicable Line) | |  |
|  | Acting Chief Financial Officer | |  |
|  |  | X Form filed by One Reporting Person |  |

Form filed by More than One

Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Beneficially Owned**

|  |  |  |  |
| --- | --- | --- | --- |
| **1. Title of Security (Instr. 4)** | **2. Amount of Securities** | **3. Ownership** | **4. Nature of Indirect Beneficial Ownership** |
|  | **Beneficially Owned (Instr. 4)** | **Form: Direct (D)** | **(Instr. 5)** |
|  |  | **or Indirect (I)** |  |
|  |  | **(Instr. 5)** |  |
|  |  |  |  |

|  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | Common Stock |  |  |  | 1,510 | D |  |  |  |  |  |
|  |  |  |  | | | |  |  |  |  |  |
|  |  |  | **Table II - Derivative Securities Beneficially Owned** | | | |  |  |  |  |  |
|  |  | **(e.g., puts, calls, warrants, options, convertible securities)** | | | | | |  |  |  |  |
|  |  |  |  | |  | |  |  |  |  |  |
|  | **1. Title of Derivative Security (Instr. 4)** |  | **2. Date Exercisable and** | | **3. Title and Amount of Securities** | | **4.** | **5.** | **6. Nature of Indirect** | |  |
|  |  |  | **Expiration Date** | | **Underlying Derivative Security (Instr. 4)** | | **Conversion** | **Ownership** | **Beneficial Ownership** | |  |
|  |  |  | **(Month/Day/Year)** | |  |  | **or Exercise** | **Form:** | **(Instr. 5)** | |  |
|  |  |  |  |  |  |  | **Price of** | **Direct (D)** |  |  |  |
|  |  |  |  |  |  | **Amount** |  |  |  |
|  |  |  |  |  |  | **Derivative** | **or Indirect** |  |  |  |
|  |  |  |  |  |  | **or** | **Security** | **(I) (Instr. 5)** |  |  |  |
|  |  |  |  |  |  | **Number** |  |  |  |  |  |
|  |  |  | **Date** | **Expiration** |  | **of** |  |  |  |  |  |
|  |  |  | **Exercisable** | **Date** | **Title** | **Shares** |  |  |  |  |  |
|  |  |  | |  |  |  |  |  |  |  |  |
|  | Employee Stock Option (Right to Buy) | (1) | | 10/28/2009 | Common Stock | 7,752 | 7.813 | D |  |  |  |
|  |  |  | |  |  |  |  |  |  |  |  |
|  | Employee Stock Option (Right to Buy) | (1) | | 02/28/2012 | Common Stock | 12,000 | 7.673 | D |  |  |  |
|  |  |  | |  |  |  |  |  |  |  |  |
|  | Employee Stock Option (Right to Buy) | (1) | | 03/10/2013 | Common Stock | 20,000 | 4.673 | D |  |  |  |
|  |  |  | |  |  |  |  |  |  |  |  |
|  | Employee Stock Option (Right to Buy) | (1) | | 05/05/2013 | Common Stock | 16,000 | 6.185 | D |  |  |  |
|  |  |  | |  |  |  |  |  |  |  |  |
|  | Employee Stock Option (Right to Buy) | 01/02/2008 | | 01/02/2014 | Common Stock | 20,000 | 9.475 | D |  |  |  |
|  |  |  | |  |  |  |  |  |  |  |  |
|  | Employee Stock Option (Right to Buy) | (1) | | 03/18/2015 | Common Stock | 4,896 | 17.73 | D |  |  |  |
|  |  |  | |  |  |  |  |  |  |  |  |
|  | Employee Stock Option (Right to Buy) | 02/01/2009 | | 03/18/2015 | Common Stock | 48,000 | 17.73 | D |  |  |  |
|  |  |  | |  |  |  |  |  |  |  |  |
|  | Employee Stock Option (Right to Buy) | 02/01/2010 | | 03/17/2016 | Common Stock | 20,000 | 27.105 | D |  |  |  |
|  |  |  | |  |  |  |  |  |  |  |  |
|  | Employee Stock Option (Right to Buy) | (1) | | 04/07/2016 | Common Stock | 2,510 | 29.87 | D |  |  |  |
|  |  |  | |  |  |  |  |  |  |  |  |
|  | Employee Stock Option (Right to Buy) | (2) | | 12/20/2016 | Common Stock | 60,000 | 19.79 | D |  |  |  |
|  |  |  | |  |  |  |  |  |  |  |  |
|  | Restricted Stock Unit | (3) | | 12/20/2016 | Common Stock | 20,000 | 0 | D |  |  |  |
|  |  |  | |  |  |  |  |  |  |  |  |
|  | Restricted Stock Unit | (4) | | 12/20/2016 | Common Stock | 1,806 | 0 | D |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |
|  | **Explanation of Responses:** |  |  |  |  |  |  |  |  |  |  |

1. Immediately exerciseable.
2. Option vests as follows: 15,000 sahres on 9/11/2007; 1,250 shares per month from 10/11/2007 - 9/11/2010.
3. RSU vests as follows: 5,000 shares on 10/15/2007; 1,250 shares every three months from 1/15/2008 through 10/15/2010.
4. RSU vests as follows: 451 shares on 9/15/2007; 113 shares every three months from 12/15/2007 through 9/15/2010.

**Remarks:**

|  |  |  |  |
| --- | --- | --- | --- |
| Mike Tate | | 05/16/2007 | |
|  |  |  |  |
| \*\* 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 5 (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.**