

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Sehat Sutardja & Weili Dai</u> (Last) (First) (Middle) <u>5488 MARVELL LANE</u> (Street) <u>SANTA CLARA CA 95054</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MARVELL TECHNOLOGY GROUP LTD [MRVL]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>08/10/2007</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <div><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner</div> <div><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <div>CEO</div></div> 6. Individual or Joint/Group Filing (Check Applicable Line) <div><input checked="" type="checkbox"/> Form filed by One Reporting Person</div> <div><input type="checkbox"/> Form filed by More than One Reporting Person</div>
---	---	--

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								20,453,334	I	By The Sutardja Family Partners ⁽¹⁾
Common Stock	08/10/2007		M		58,334	A	\$6.003	52,310,650 ⁽²⁾	D	
Common Stock	08/10/2007		M		1,416,667	A	\$10.91	53,727,317 ⁽²⁾	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			Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$6.003	08/10/2007		M		58,334		⁽³⁾	08/15/2007	Common Stock	0	\$0	0	D	
Employee Stock Option (Right to Buy)	\$10.91 ⁽⁴⁾	08/10/2007		M		1,416,667		⁽⁴⁾	08/15/2007	Common Stock	0	\$0	0	D	

1. Name and Address of Reporting Person* <u>Sehat Sutardja & Weili Dai</u> (Last) (First) (Middle) <u>5488 MARVELL LANE</u> (Street) <u>SANTA CLARA CA 95054</u> (City) (State) (Zip)	
1. Name and Address of Reporting Person* <u>Weili Dai & Sehat Sutardja</u> (Last) (First) (Middle) <u>5488 MARVELL LANE</u> (Street) <u>SANTA CLARA CA 95054</u>	

(City)	(State)	(Zip)
--------	---------	-------

Explanation of Responses:

- 1. Ms. Weili Dai and Dr. Sehat Sutardja are the general partners of The Sutardja Family Partners, a California family limited partnership.
- 2. These securities are jointly owned by Ms. Weili Dai and Dr. Sehat Sutardja who are members of a "group" for purposes Section 13(d) of the Securities Exchange Act of 1934, as amended.
- 3. Fully vested and exerciseable. This option is owned directly by Ms. Weili Dai and indirectly by her spouse, Dr. Sehat Sutardja.
- 4. Fully vested and exerciseable. Subject to the Reformation Agreement entered into between the Company and Ms. Dai, effective December 26, 2006, the effective date of this grant was changed to January 16, 2004, based upon the Company's internal review of its stock option practices. As a result, the exercise price of the grant was changed to the fair market value of the common stock of the Company on January 16, 2004, or \$10.91. On May 6, 2007, 666,667 unvested options were cancelled as a result of Ms. Dai's termination of service as an executive officer of the Company. This option is owned directly by Ms. Weili Dai and indirectly by her spouse, Dr. Sehat Sutardja.

Remarks:

<u>Ms. Weili Dai & Dr. Sehat Sutardja</u>	<u>08/14/2007</u>
** 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.

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.