
**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

Date of Report (Date of earliest event reported): June 22, 2009

MARVELL TECHNOLOGY GROUP LTD.

(Exact name of registrant as specified in its charter)

Bermuda
(State or other jurisdiction
of incorporation)

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)

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

N/A
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01 Regulation FD Disclosure.

On June 22, 2009, Marvell Technology Group Ltd. (“Marvell”) issued a press release in which it updated its financial outlook for the second fiscal quarter ending August 1, 2009. A copy of the press release is furnished herewith as Exhibit 99.1 and is incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press Release dated June 22, 2009 (furnished pursuant to Item 7.01).

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.

Dated: June 22, 2009

MARVELL TECHNOLOGY GROUP LTD.

By: /s/ Clyde R. Hosein

Clyde R. Hosein

*Chief Financial Officer, Interim Chief Operating Officer
and Secretary*

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press Release dated June 22, 2009 (furnished pursuant to Item 7.01).

For further information, contact:

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Marvell Technology Updates Outlook for Fiscal Second Quarter***Revenue Guidance Raised to \$600 to \$630 Million******Anticipates GAAP Net Income***

Santa Clara, California (June 22, 2009) — Marvell Technology Group Ltd. (NASDAQ: MRVL), a leader in storage, communications and consumer silicon solutions, today updated its financial outlook for its second quarter of fiscal 2010, ending August 1, 2009.

Marvell currently projects net revenues for the second quarter of fiscal 2010 to increase to a range of \$600 million to \$630 million, an increase of 15 to 21 percent sequentially from net revenue of \$521 million reported for the immediately preceding quarter ended May 2, 2009. The increase in projected revenues is due to broad improvement in demand within multiple end-markets. Marvell currently anticipates generating GAAP net income as a result of improved revenue levels.

The outlook for revenue in the second quarter of fiscal 2010 was previously projected to be in a range of \$540 million to \$580 million, or an increase of 4 to 11 percent sequentially from the first fiscal quarter of 2010, ended May 2, 2009.

“The improved revenue projection for the current quarter reflects the strength of Marvell’s products. We are optimistic in our near-term outlook based on the improved order rate we have experienced so far in our second quarter, which we believe generally signals some strengthening in our customers’ expectations for their businesses,” said Dr. Sehat Sutardja, Marvell Chairman, President and Chief Executive Officer. “Even with the recent pick-up in demand for our products, we encourage everyone to remain cautious of the demand environment for the next few quarters in light of what the industry has experienced in the past nine months.”

Fiscal Second Quarter Conference Call

Marvell plans to hold its regularly scheduled earnings conference call on August 27, 2009 at 1:45 p.m. PDT to discuss financial results for the second quarter of fiscal 2010. Interested parties may dial-in to the conference call at **1-800-510-9661, pass-code 55940109**. The call will be webcast by ThomsonReuters and can be accessed at Marvell's website under the Investor Events section of the Investor Relations page at <http://www.marvell.com/investors/events.jsp>. Replay on the Internet will be available following the call until September 24, 2009.

About Marvell

Marvell Technology Group Ltd. (NASDAQ: MRVL) is a leader in the development of storage, communications and consumer silicon solutions. Marvell'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. For more information visit www.marvell.com

Forward-Looking Statements

This press release contains forward-looking statements, including statements concerning the Company's projections with respect to net revenue and GAAP net income for the second quarter ending August 1, 2009; future demand for the Company's products; and the Company's overall outlook for sales of its products during future periods. Actual events or results may differ materially from those described in this document. These statements are not guarantees of results and are subject to a number of risks and uncertainties that could cause actual results to differ materially from those anticipated in the forward-looking statements, including the Company's reliance on major customers and suppliers; the Company's ability to attract and retain customers; market acceptance of new products; economic and political conditions in the U.S. and abroad; the Company's ability to continue to reduce operating expenses; and other risks detailed in Marvell's SEC filings. For other factors that could cause Marvell's results to vary from expectations, please see the risk factors identified in Marvell's latest Quarterly Report on Form 10-Q for the quarter ended May 2, 2009, as filed with the SEC and other factors detailed from time to time in Marvell's filings with the SEC. Marvell undertakes no obligation to revise or update publicly any forward-looking statements.

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