

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	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Sutardja, Sehat</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>04/21/2012</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> <div><u>President and CEO</u></div> 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
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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			

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)	\$15.2	04/21/2012		A		1,500,000 <sup>(1)</sup>		(2)	04/21/2022	Common Shares	1,500,000	\$0	1,500,000 <sup>(1)</sup>	D	
Restricted stock units (Right to Acquire)	(3)	04/21/2012		A		200,000 <sup>(4)</sup>		(5)	04/01/2016 <sup>(5)</sup>	Common Shares	200,000	\$0	200,000 <sup>(4)</sup>	D	
Employee Stock Option (Right to Buy)	\$15.2	04/21/2012		A		800,000 <sup>(6)</sup>		(2)	04/21/2022	Common Shares	800,000	\$0	800,000 <sup>(6)</sup>	D	
Restricted stock units (Right to Acquire)	(3)	04/21/2012		A		80,000 <sup>(7)</sup>		(5)	04/01/2016 <sup>(5)</sup>	Common Shares	80,000	\$0	80,000 <sup>(7)</sup>	D	

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

1. Dr. Sehat Sutardja is the husband of Ms. Weili Dai. Dr. Sehat Sutardja holds this option in his own name. Ms. Dai may be deemed to be an indirect beneficial owner of this option.

2. Option vests at the rate of 1/4th of the shares annually beginning on the first anniversary of April 1, 2012, the vesting commencement date.

3. Each restricted stock unit represents a contingent right to receive one Marvell common share.

4. Dr. Sehat Sutardja is the husband of Ms. Dai. Dr. Sehat Sutardja holds this grant of restricted stock units in his own name. Ms. Dai may be deemed to be an indirect beneficial owner of this grant of restricted stock units.

5. Restricted stock units vest at the rate of 1/4th of the shares annually beginning on the first anniversary of April 1, 2012, the vesting commencement date.
6. Ms. Dai is the wife of Dr. Sehat Sutardja. Ms. Dai holds this option in her own name. Dr. Sehat Sutardja may be deemed to be an indirect beneficial owner of this option.
7. Ms. Dai is the wife of Dr. Sehat Sutardja. Ms. Dai holds this grant of restricted stock units in her own name. Dr. Sehat Sutardja may be deemed to be an indirect beneficial owner of this grant of restricted stock units.

<u>/s/ Sehat Sutardja</u>	<u>04/24/2012</u>
<u>/s/ Weili Dai</u>	<u>04/24/2012</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.**