

☐ 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>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>03/30/2012</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) <u>President and CEO</u></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>
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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			
Common shares	03/30/2012		M		115,880	A	\$6.0025	47,387,568 ⁽¹⁾	D	
Common shares	04/01/2012		M		25,000	A	\$0 ⁽²⁾	47,412,568 ⁽¹⁾	D	
Common shares	04/01/2012		M		7,500	A	\$0 ⁽²⁾	47,420,068 ⁽¹⁾	D	
Common shares								18,253,334	I	By Sutardja Family Partners ⁽³⁾

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)	\$6.0025	03/30/2012		M		115,880	⁽⁴⁾	06/06/2012	Common Shares	115,880	\$0	0	D	
Restricted stock units (Right to Acquire)	⁽²⁾	04/01/2012		M		25,000	⁽⁵⁾	04/01/2014	Common Shares	25,000	\$0	50,000	D	
Restricted stock units (Right to Acquire)	⁽²⁾	04/01/2012		M		7,500	⁽⁶⁾	04/01/2014	Common Shares	7,500	\$0	15,000	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)
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(Street)

SANTA CLARACA95054

(City)

(State)

(Zip)

Explanation of Responses:

1. These securities are jointly owned by Ms. Weili Dai and Dr. Sehat Sutardja who are members of a "Group" for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended. Dr. Sutardja and Ms. Dai are husband and wife.
2. Each restricted stock unit represents a contingent right to receive one Marvell common share upon vesting.
3. Ms. Dai and Dr. Sutardja are the general partners of The Sutardja Family Partners, a California family limited partnership.
4. The option was granted to Dr. Sutardja and was fully vested on June 6, 2006.
5. 25,000 shares granted pursuant to a service-based RSU award for up to 100,000 shares were vested and released to Dr. Sutardja effective April 1, 2012. This grant vests in four equal annual installments beginning on the first anniversary of April 1, 2010, the vesting commencement date.
6. 7,500 shares granted pursuant to a service-based RSU award for up to 30,000 shares were vested and released to Ms. Dai effective April 1, 2012. This grant vests in four equal annual installments beginning on the first anniversary of April 1, 2010, the vesting commencement date.

/s/ Sehat Sutardja

04/02/2012

/s/ Weili Dai

04/02/2012

** 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.