
**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: August 21, 2022
(Date of earliest event reported)

MARVELL TECHNOLOGY, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-40357
(Commission
File Number)

85-3971597
(IRS Employer
Identification No.)

1000 N. West Street, Suite 1200
Wilmington, Delaware 19801
(Address of principal executive offices, including Zip Code)

(302) 295-4840
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Shares	MRVL	The Nasdaq Stock Market, LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

The Board of Directors (the “Board”) of Marvell Technology, Inc. (the “Company”) approved the appointment of Rebecca W. House to the Board effective August 22, 2022.

Ms. House plans to stand for election at the 2023 annual meeting of stockholders expected to be held on or around June 2023. The Board has determined Ms. House to be an “independent director” as defined under the applicable rules and regulations of the Securities and Exchange Commission and the listing requirements and rules of The NASDAQ Stock Market.

Ms. House, age 49, has served as the Senior Vice President, Chief People (since July 2020) and Legal Officer and Secretary since January 3, 2017 of Rockwell Automation, Inc. (a global leader in industrial automation and digital transformation). Prior to that she served as the Assistant General Counsel, Operations and Compliance, and Assistant Secretary, at Harley-Davidson, Inc. (a motorcycle manufacturer). Ms. House serves on the board of directors for FMI Funds, Inc., MIND Research Institute, and the Wisconsin Alumni Research Foundation (WARF). She is also a director and former Board President of Sojourner Family Peace Center, the largest provider of domestic violence services in the state of Wisconsin. She graduated with a bachelor of arts degree from the University of Wisconsin – Madison. She earned her law degree, magna cum laude, from Harvard Law School in Cambridge, Massachusetts.

There are no family relationships between Ms. House and any other director or executive officer of the Company. Nor are there any transactions between Ms. House or any member of her immediate family and the Company that would be reportable as a related party transaction under the rules of the United States Securities and Exchange Commission. Further, there is no arrangement or understanding between Ms. House and any other persons or entities pursuant to which Ms. House was appointed as a director of the Company.

Ms. House will participate in all director compensation and benefit programs in which the Company’s other non-employee directors participate, including an annual director retainer of \$75,000 and an annual equity grant of restricted stock units valued at \$235,000, which will be granted on the date of the 2023 annual meeting of stockholders. In addition, upon joining the Board, Ms. House received a restricted stock unit award valued in an amount equal to a prorated portion of the annual equity grant, which prorated grant will vest on the date of the 2023 annual meeting of stockholders.

A copy of the press release announcing Ms. House’s appointment is furnished herewith as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 [Press Release dated August 22, 2022](#)

104 Cover Page Interactive Data File (the cover page XBRL tags are embedded within the Inline XBRL document)

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.

MARVELL TECHNOLOGY, INC.

Date: August 22, 2022

By: /s/ Mark Casper

Mark Casper

Senior Vice President and General Counsel



Marvell Announces the Appointment of Rebecca House to Board of Directors

SANTA CLARA, Calif. — August 22, 2022 – Marvell (NASDAQ: MRVL), a leader in data infrastructure semiconductor solutions, has appointed Rebecca (Becky) House, Senior Vice President, Chief People and Legal Officer and Secretary of Rockwell Automation, Inc., to its board of directors.

“Becky has an extensive background in talent management, ethics and compliance, public affairs, security and sustainability, and is a proven leader in building and maintaining exceptional company cultures within large, multinational companies,” said Matt Murphy, President and CEO of Marvell. “Her insights and counsel will be very valuable as we continue to scale and grow Marvell’s business globally.”

Ms. House is also on the board of directors for FMI Funds, Inc., MIND Research Institute and the Wisconsin Alumni Research Foundation (WARF). She is a director and former Board President of Sojourner Family Peace Center, the largest provider of domestic violence services in the state of Wisconsin. Ms. House previously served as Assistant General Counsel and Assistant Secretary at Harley-Davidson, Inc. Prior to that, she was a partner at Foley & Lardner, LLP, a prominent law firm headquartered in Milwaukee, where she spent 12 years.

Ms. House earned a J.D., magna cum laude, from Harvard Law School and a B.A. from the University of Wisconsin – Madison.

About Marvell

To deliver the data infrastructure technology that connects the world, we’re building solutions on the most powerful foundation: our partnerships with our customers. Trusted by the world’s leading technology companies for over 25 years, we move, store, process and secure the world’s data with semiconductor solutions designed for our customers’ current needs and future ambitions. Through a process of deep collaboration and transparency, we’re ultimately changing the way tomorrow’s enterprise, cloud, automotive, and carrier architectures transform—for the better.

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