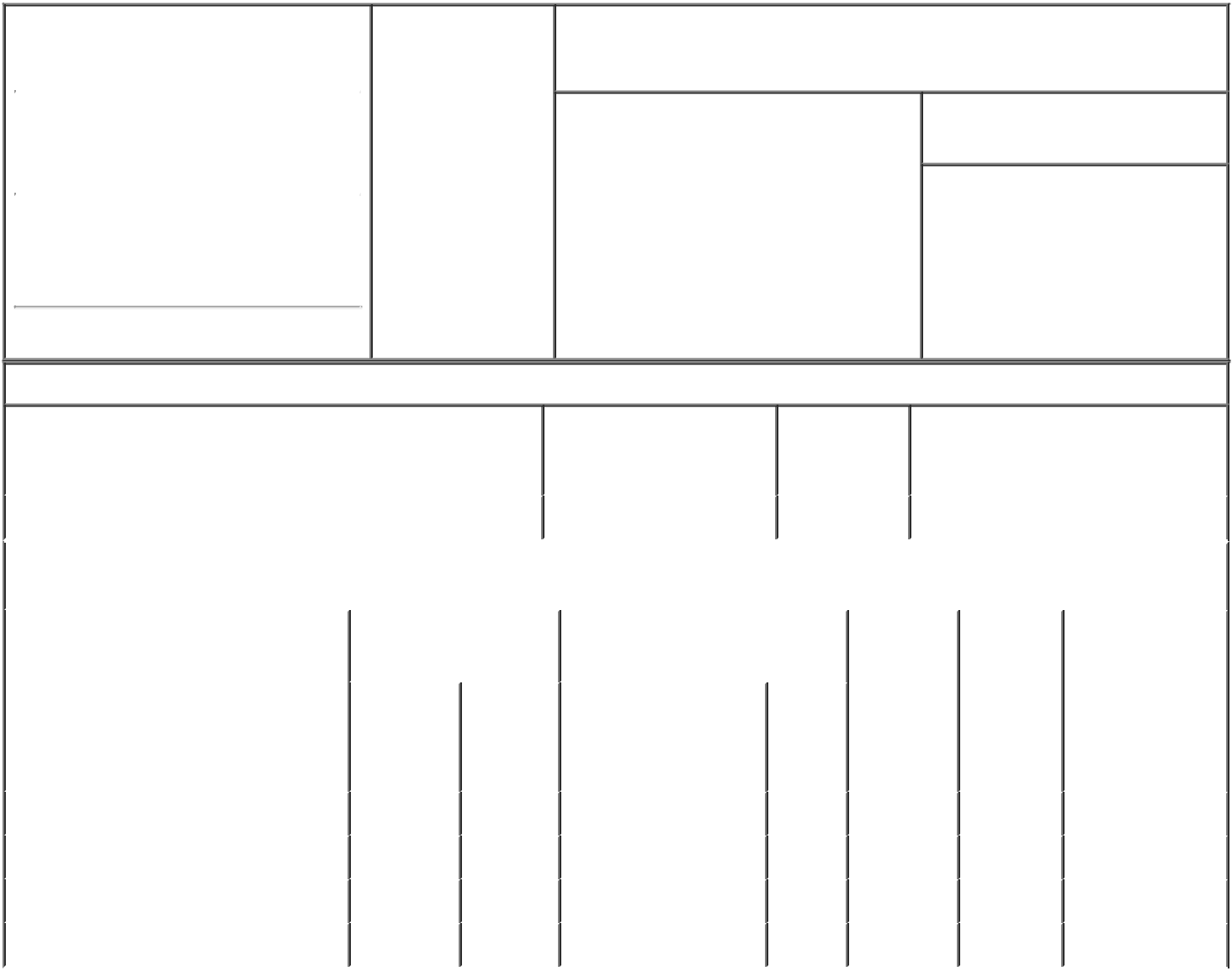
|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| SEC Form 3 |  |  |  |  |  |  |
| **FORM 3** | **UNITED STATES SECURITIES AND EXCHANGE** |  |  |  |  |  |
|  | **COMMISSION** |  |  | |  |  |
|  |  |  | |  |  |
|  |  | OMB APPROVAL | | |  |
|  | Washington, D.C. 20549 |  |  |  |  |  |
|  |  |  |  |  |  |
|  |  | OMB Number: | 3235- |  |  |
|  |  |  |  |  |
|  |  |  | 0104 |  |  |
|  | **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF** |  |  |  |  |
|  |  | Estimated average burden | | |  |
|  | **SECURITIES** |  | response: | 0.5 |  |  |
|  |  |  | hours per |  |  |  |



Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940



|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 1. Name and Address of Reporting Person\* | | | 2. Date of Event |  |
|  | [Dixon Panteha](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001962098) | | Requiring Statement |  |
|  | (Month/Day/Year) |  |
|  |  |  | 01/20/2023 |  |

3. Issuer Name **and** Ticker or Trading Symbol

[Marvell Technology, Inc.](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001835632) [ MRVL ]

|  |  |  |  |
| --- | --- | --- | --- |
| (Last) | (First) | (Middle) |  |
| 5488 MARVELL LANE | |  |  |
|  |  |  |  |
| (Street) |  |  |  |
| SANTA | CA | 95054 |  |
| CLARA |  |
|  |  |  |

1. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner

X Officer (give Other (specify

title below) below)

Chief Accounting Officer

1. If Amendment, Date of Original Filed (Month/Day/Year)
2. Individual or Joint/Group Filing (Check Applicable Line)

* Form filed by One Reporting Person

Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Beneficially Owned**

|  |  |  |  |
| --- | --- | --- | --- |
| **1. Title of Security (Instr. 4)** | **2. Amount of Securities** | **3. Ownership** | **4. Nature of Indirect Beneficial** |
|  | **Beneficially Owned (Instr.** | **Form: Direct** | **Ownership (Instr. 5)** |
|  | **4)** | **(D) or Indirect** |  |
|  |  | **(I) (Instr. 5)** |  |
|  |  |  |  |

|  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | Common Stock |  |  |  | 16,397 | D | |  |  |  |  |  |
|  |  |  |  | | | |  | |  |  |  |  |
|  |  |  | **Table II - Derivative Securities Beneficially Owned** | | | | | |  |  |  |  |
|  |  | **(e.g., puts, calls, warrants, options, convertible securities)** | | | | | | |  |  |  |  |
|  |  |  |  | |  | |  |  |  |  |  |  |
|  | **1. Title of Derivative Security (Instr. 4)** |  | **2. Date Exercisable and** | | **3. Title and Amount of Securities** | | | **4.** | **5.** | **6. Nature of** | |  |
|  |  |  | **Expiration Date** | | **Underlying Derivative Security** | | | **Conversion** | **Ownership** | **Indirect Beneficial** | |  |
|  |  |  | **(Month/Day/Year)** | | **(Instr. 4)** |  |  | **or Exercise** | **Form:** | **Ownership (Instr.** | |  |
|  |  |  |  |  |  |  |  | **Price of** | **Direct (D)** | **5)** |  |  |
|  |  |  |  |  |  | **Amount** | |  |  |
|  |  |  |  |  |  | **Derivative** | **or Indirect** |  |  |  |
|  |  |  |  |  |  | **or** | | **Security** | **(I) (Instr. 5)** |  |  |  |
|  |  |  |  |  |  | **Number** | |  |  |  |  |  |
|  |  |  | **Date** | **Expiration** |  | **of** | |  |  |  |  |  |
|  |  |  | **Exercisable** | **Date** | **Title** | **Shares** | |  |  |  |  |  |
|  |  |  | |  |  |  |  |  |  |  |  |  |
|  | Restricted Stock Units | (1) | | (1) | Common Stock | 696 |  | 0.00(2) | D |  |  |  |
|  | Restricted Stock Units | (3) | | (3) | Common Stock | 1,795 |  | 0.00(2) | D |  |  |  |
|  | Restricted Stock Units | (4) | | (4) | Common Stock | 3,703 |  | 0.00(2) | D |  |  |  |
|  | Restricted Stock Units | (5) | | (5) | Common Stock | 12,758 |  | 0.00(2) | D |  |  |  |
|  | **Explanation of Responses:** |  |  |  |  |  |  |  |  |  |  |  |

1. The remaining restricted stock units ("RSUs") will vest on 04/15/2023.
2. Each RSU represents a contingent right to receive one Marvell Technology, Inc. common share upon vesting.
3. The RSUs will vest on 04/15/2023, 07/15/2023, 10/15/2023, 01/15/2024 and 04/15/2024.
4. The RSUs will vest on 04/15/2023, 07/15/2023, 10/15/2023, 01/15/2024, 04/15/2024, 07/15/2024, 10/15/2024, 01/15/2025 and 04/15/2025.
5. The RSUs will vest on 04/15/2023, 07/15/2023, 10/15/2023, 01/15/2024, 04/15/2024, 07/15/2024, 10/15/2024, 01/15/2025, 04/15/2025, 07/15/2025, 10/15/2025 and 01/15/2026.

**Remarks:**

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
|  | Pani Dixon by Blair | |  | |  |  |
|  | Walters as Attorney-in- | | |  | 01/27/2023 |  |
|  | Fact | | | |  |  |
|  |  |  | | |  |  |
|  | \*\* Signature of Reporting | | | | Date |  |
|  | Person | | | |  |
|  |  |  |
| 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 5 (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.**