

☐ 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>GAYNOR MITCHELL</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, Inc. [ MRVL ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, Chief Admin Officer</u>	
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/15/2023</u>		
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person	
	Rule 10b5-1(c) Transaction Indication  <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

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 Stock	04/15/2023		M		2,817	A	\$0.00	111,790	D	
Common Stock	04/15/2023		F <sup>(1)</sup>		1,397	D	\$40.29	110,393	D	
Common Stock	04/15/2023		M		1,615	A	\$0.00	112,008	D	
Common Stock	04/15/2023		F <sup>(1)</sup>		801	D	\$40.29	111,207	D	
Common Stock	04/15/2023		M		1,258	A	\$0.00	112,465	D	
Common Stock	04/15/2023		F <sup>(1)</sup>		624	D	\$40.29	111,841	D	
Common Stock	04/15/2023		M		67,596	A	\$0.00	179,437	D	
Common Stock	04/15/2023		F <sup>(1)</sup>		33,515	D	\$40.29	145,922	D	

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				
Restricted Stock Units	(2)	04/15/2023		M			67,596	(3)	(3)	Common Stock	67,596	\$0.00	0	D	
Restricted Stock Units	(2)	04/15/2023		M			2,817	(4)	(4)	Common Stock	2,817	\$0.00	0	D	
Restricted Stock Units	(2)	04/15/2023		M			1,615	(5)	(5)	Common Stock	1,615	\$0.00	6,458	D	
Restricted Stock Units	(2)	04/15/2023		M			1,258	(6)	(6)	Common Stock	1,258	\$0.00	10,060	D	
Restricted Stock Units	(2)	04/15/2023		A		22,568		(7)	(7)	Common Stock	22,568	\$0.00	22,568	D	

Explanation of Responses:

1. Surrender of shares in payment of tax withholding due as a result of the vesting of restricted stock units ("RSUs").
2. Each restricted stock unit represents a contingent right to receive one Marvell Technology, Inc. common share upon vesting.
3. This grant is fully vested. Reflects the number of shares earned in respect of performance based restricted stock units granted on 04/15/2020. The achievement levels of the relative TSR performance metrics applicable to the award and the number of shares earned based on such results were certified on 04/14/2023.
4. This award fully vested on April 15, 2023.
5. The remaining RSUs will vest on 07/15/2023, 10/15/2023, 01/15/2024 and 04/15/2024.
6. The remaining RSUs will vest on 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.
7. The RSUs will vest quarterly over three years in equal installments.

Remarks:

Mitchell Gaynor by Blair Walters as Attorney-in-Fact

04/18/2023

\*\* 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.**