SEC Form 3

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

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| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 1. Name and Address of Reporting Person\*   |  | | --- | | [Bharathi Sandeep](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001975808) |  |  |  |  | | --- | --- | --- | | (Last) | (First) | (Middle) |  |  | | --- | | 5488 MARVELL LANE | |  |   (Street)   |  |  |  | | --- | --- | --- | | SANTA CLARA | CA | 95054 |  |  |  |  | | --- | --- | --- | | (City) | (State) | (Zip) | | 2. Date of Event Requiring Statement (Month/Day/Year) 04/21/2023 | 3. Issuer Name **and** Ticker or Trading Symbol  [Marvell Technology, Inc.](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001835632) [ MRVL ] | |
| 4. Relationship of Reporting Person(s) to Issuer  (Check all applicable)   |  |  |  |  | | --- | --- | --- | --- | |  | Director |  | 10% Owner | | X | Officer (give title below) |  | Other (specify below) | | Chief Development Officer | | | | | 5. If Amendment, Date of Original Filed (Month/Day/Year) |
| 6. Individual or Joint/Group Filing (Check Applicable Line)   |  |  | | --- | --- | | X | Form filed by One Reporting Person | |  | Form filed by More than One Reporting Person | |

| **Table I - Non-Derivative Securities Beneficially Owned** | | | |
| --- | --- | --- | --- |
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
| Common Stock | 95,652 | 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 Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Stock Units | (1) | (1) | Common Stock | 5,536 | 0.00(2) | D |  |
| Restricted Stock Units | (3) | (3) | Common Stock | 17,496 | 0.00(2) | D |  |
| Restricted Stock Units | (3) | (3) | Common Stock | 5,468 | 0.00(2) | D |  |
| Restricted Stock Units | (4) | (4) | Common Stock | 44,153 | 0.00(2) | D |  |

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| **Explanation of Responses:** |
| 1. The Restricted Stock Units ("RSUs") will vest on 07/15/2023, 10/15/2023, 01/15/2024 and 04/15/2024. |
| 2. Each RSU represents a contingent right to receive one Marvell Technology, Inc. common share upon vesting. |
| 3. The 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. |
| 4. The 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, 04/15/2025, 07/15/2025, 10/15/2025, 01/15/2026 and 04/15/2026. |
| **Remarks:** |
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| --- | --- | --- |
|  | Sandeep Bharathi by Blair Walters as Attorney-in-Fact | 05/01/2023 |
|  | \*\* 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 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.** | | |