

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to
Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

Form 3 Holdings Reported.

Form 4 Transactions Reported.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

<p>1. Name and Address of Reporting Person*</p> <p><u>LAMBERT DAVID S</u></p> <hr/> <p>(Last) (First) (Middle)</p> <p>C/O MICROCHIP TECHNOLOGY INCORPORATED</p> <p>2355 WEST CHANDLER BOULEVARD</p> <hr/> <p>(Street)</p> <p>CHANDLER AZ 85224-6199</p> <hr/> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><u>MICROCHIP TECHNOLOGY INC</u> [MCHP]</p> <hr/> <p>3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)</p> <p>03/31/2007</p> <hr/> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <table border="0"> <tr> <td><input checked="" type="checkbox"/> Director</td> <td>10% Owner</td> </tr> <tr> <td><input checked="" type="checkbox"/> Officer (give title below)</td> <td>Other (specify below)</td> </tr> </table> <p>VP, Fab Operations</p> <hr/> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p>Form filed by More than One Reporting Person</p>	<input checked="" type="checkbox"/> Director	10% Owner	<input checked="" type="checkbox"/> Officer (give title below)	Other (specify below)
<input checked="" type="checkbox"/> Director	10% Owner					
<input checked="" type="checkbox"/> Officer (give title below)	Other (specify below)					

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	10/27/2006		G	408	D	\$32.41	162,442 ⁽¹⁾⁽²⁾	I	Held Directly and Indirectly by Trust and Reporting Person's Children ⁽²⁾
Common Stock	10/30/2006		G	2,600	D	\$32.88	159,842 ⁽³⁾	I	Held Directly and Indirectly by Trust and Reporting Person's Children ⁽³⁾
Common Stock	11/01/2006		G	325	D	\$32.23	159,517 ⁽⁴⁾	I	Held Directly and Indirectly by Trust and Reporting Person's Children ⁽⁴⁾
Common Stock	03/02/2007		G	410	D	\$35.17	159,107 ⁽⁵⁾	I	Held Directly and Indirectly by Trust and Reporting Person's Children ⁽⁵⁾
Common Stock	03/02/2007		G	810	D	\$35.17	158,297 ⁽⁶⁾	I	Held Directly and Indirectly by Trust and Reporting Person's Children

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)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. On 04/24/2007, the Reporting Person transferred ownership of 548 shares from Direct holding to Indirect holding, by Trust.

2. Of the 162,442 shares held, 159,526 shares were held Directly; 1,377 shares were held by Trust; 714 shares were held by Reporting Person's son; and 825 shares were held by Reporting Person's daughter.

3. Of the 159,842 shares held, 156,926 shares were held Directly; 1,377 shares were held by Trust; 714 shares were held by Reporting Person's son; and 825 shares were held by Reporting Person's daughter.

4. Of the 159,517 shares held, 156,601 shares were held Directly; 1,377 shares were held by Trust; 714 shares were held by Reporting Person's son; and 825 shares were held by Reporting Person's daughter.

5. Of the 159,107 shares held, 156,191 shares were held Directly; 1,377 shares were held by Trust; 714 shares were held by Reporting Person's son; and 825 shares were held by Reporting Person's daughter.

6. Of the 158,297 shares held, 155,381 shares were held Directly; 1,377 shares were held by Trust; 714 shares were held by Reporting Person's son; and 825 shares were held by Reporting Person's daughter.

Remarks:

Deborah L. Wussler, as Attorney-
in-Fact 05/02/2007

** 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.