SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB Number: 3235-0104

Estimated average burden hours per response: 0.5

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 [*] Johnson Karlton D	2. Date of Event Requiring Statement (Month/Day/Year) 04/01/2021	3. Issuer Name and Ticker or Trading Symbol <u>MICROCHIP TECHNOLOGY INC</u> [MCHP]			
(Last) (First) (Middle) C/O MICROCHIP TECHNOLOGY INCORPORATED 23		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner Officer (give title Other (specify below) below)	5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) CHANDLER AZ 85224-6199 (City) (State) (Zip)		· · · · ·	 Filing (Check Reporting Person than One Reporting 		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	0	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)					or Exercise	(D) or	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Indirect (I) Derivative (Instr. 5) Security		
Restricted Stock Units	(1)	(1)	Common Stock	297	(2)	D	

Explanation of Responses:

1. The restricted stock units will vest in full on August 18, 2021 as long as the individual remains a service provider through the vesting date. Vested shares will be delivered to the reporting person upon vest.

2. Each restricted stock unit represents a contingent right to receive one share of Microchip Technology Incorporated common stock.

Remarks:

Deborah L. Wussler, as Attorney-04/06/2021

in-Fact

** 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.

OMB APPROVAL

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Steve Sanghi, Ganesh Moorthy, and Deborah L. Wussler, signing singly, the undersigned'

(1)execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Microchip Technology Incorporated (the "Company"), Forms3, 4, a do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form3, 4, or 5, complete and execu (2)

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper t This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms3, 4, and 5 with respect to the undersigned's holdings of IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 28th day of March, 2021.

/s/ Karlton D. Johnson Signature

Karlton D. Johnson Printed Name)

)

State of Virginia) ss. County of Loudoun

I, Aubrey R. Fick, a Notary Public, do hereby certify that on this 28th day of March, 2021, personally appeared before me Karlton Johnson known to me to be the person whose name i

/s/ Aubrey R. Fick Notary Public, State of Virginia [official notary seal] Name, Printed Aubrey R. Fick My Commission Expires 07/31/2024

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