

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported)

August 20, 2024



MICROCHIP TECHNOLOGY INCORPORATED

(Exact Name Of Registrant As Specified In Its Charter)

Delaware

(State Or Other Jurisdiction Of Incorporation)

0-21184

(Commission File No.)

86-0629024

(IRS Employer Identification No.)

2355 West Chandler Boulevard, Chandler, Arizona 85224-6199

(Address Of Principal Executive Offices, Including Zip Code)

(480) 792-7200

(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of Each Class</u>	<u>Trading Symbol</u>	<u>Name of Each Exchange on Which Registered</u>
Common Stock \$0.001 par value per share	MCHP	NASDAQ Stock Market LLC (Nasdaq Global Select Market)

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR 230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR 240.12b-2).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 8.01. Other Events

On August 17, 2024, Microchip Technology Incorporated (the "Company") detected potentially suspicious activity involving its information technology ("IT") systems. Upon detecting the issue, the Company began taking steps to assess, contain and remediate the potentially unauthorized activity. On August 19, 2024, the Company determined that an unauthorized party disrupted the Company's use of certain servers and some business operations. The Company promptly took additional steps to address the incident, including isolating the affected systems, shutting down certain systems, and launching an investigation with the assistance of external cybersecurity advisors.

As a result of the incident, certain of the Company's manufacturing facilities are operating at less than normal levels, and the Company's ability to fulfill orders is currently impacted. The Company is working diligently to bring the affected portions of its IT systems back online, restore normal business operations and mitigate the impact of the incident.

As the Company's investigation is ongoing, the full scope, nature and impact of the incident are not yet known. As of the date of this filing, the Company has not yet determined whether the incident is reasonably likely to materially impact the Company's financial condition or results of operations.

Forward-Looking Statements

This Current Report on Form 8-K contains forward-looking statements, including, but not limited to, statements regarding the Company's current beliefs, understanding and expectations regarding the cybersecurity incident and its scope, nature and impact on the Company's business, operations and financial results. Factors that could cause actual results to differ from those expressed in these forward-looking statements include the outcome of the Company's ongoing assessment of the cybersecurity incident; the cost and timing of restoring the Company's systems to their normal operating levels; legal, regulatory, reputational and financial risks resulting from the cybersecurity incident or additional cybersecurity incidents; and the risks described in the Company's Annual Report on Form 10-K for the year ended March 31, 2024 and subsequent Quarterly Reports on Form 10-Q. Unless required by law, the Company expressly disclaims any obligation to update publicly any forward-looking statements, whether as result of new information, future events or otherwise.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MICROCHIP TECHNOLOGY INCORPORATED

Date: August 20, 2024

By: /s/ Ganesh Moorthy
Ganesh Moorthy
President and Chief Executive Officer