

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): JANUARY 13, 2000

MICROCHIP TECHNOLOGY INCORPORATED

(Exact name of registrant as specified in its charter)

DELAWARE	0-21184	86-0629024
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(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification Number)
2355 W. CHANDLER BLVD., CHANDLER, ARIZONA		85224-6199
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(Address of principal executive offices)		(Zip Code)

Registrant's telephone number, including area code: (480) 786-7200

N/A

(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS.

RESULTS FOR QUARTER ENDED DECEMBER 31, 1999

On January 13, 2000, Microchip Technology Incorporated announced results for its third fiscal quarter ended December 31, 1999. Summary balance sheet information and summary revenue and income results are as follows:

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MICROCHIP TECHNOLOGY INCORPORATED AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS

(in thousands except share amounts)

ASSETS

<TABLE>
<CAPTION>

	December 31, 1999	March 31, 1999
	-----	-----
	(Unaudited)	
<S>	<C>	<C>
Cash and cash equivalents	\$ 68,492	\$ 30,826
Accounts receivable, net	70,342	62,545
Inventories	58,158	67,975
Prepaid expenses	3,441	2,982
Deferred tax asset	35,709	37,129
Other current assets	1,773	1,958
	-----	-----
Total current assets	237,915	203,415
Property, plant and equipment, net	385,843	293,663
Other assets	8,373	8,152
	-----	-----
Total assets	\$ 632,131	\$ 505,230
	=====	=====

LIABILITIES AND STOCKHOLDERS' EQUITY

Short-term lines of credit	\$ 15,000	\$ 1,509
Accounts payable	52,550	28,489
Current maturities of long-term debt	--	1,403
Current maturities of capital lease obligations	--	413
Accrued liabilities	50,479	49,699

Deferred income on shipments to distributors	43,383	28,607
	-----	-----
Total current liabilities	161,412	110,120
Long-term lines of credit	--	25,000
Long-term pension accrual	891	--
Deferred tax liability	11,681	11,313
Stockholders' equity:		
Preferred stock, \$.001 par value; authorized 5,000,000 shares; no shares issued or outstanding	--	--
Common stock, \$.001 par value; authorized 100,000,000 shares; issued 53,881,342 and outstanding 51,013,247 shares at December 31, 1999; issued 53,881,342 and outstanding 51,232,157 shares at March 31, 1999	54	54
Additional paid-in capital	217,406	161,242
Retained earnings	335,754	264,281
Less shares of common stock held in treasury at cost; 2,868,095 shares at December 31, 1999 and 2,649,185 at March 31, 1999	(95,067)	(66,780)
	-----	-----
Net stockholders' equity	458,147	358,797
Total liabilities and stockholders' equity	\$ 632,131	\$ 505,230
	=====	=====

</TABLE>

See accompanying notes to condensed consolidated financial statements
MICROCHIP TECHNOLOGY INCORPORATED AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF INCOME

(in thousands except per share amounts)

<TABLE>

<CAPTION>

	Three Months Ended December 31,		Nine Months Ended December 31,	
	1999	1998	1999	1998
	-----	-----	-----	-----
	(Unaudited)		(Unaudited)	
	<C>	<C>	<C>	<C>
Net sales	\$ 129,187	\$ 100,167	\$ 354,918	\$ 303,436
Cost of sales	61,754	49,525	171,953	152,063
	-----	-----	-----	-----
Gross profit	67,433	50,642	182,965	151,373
Operating expenses:				
Research and development	12,130	10,140	33,089	31,098
Selling, general and administrative	19,534	15,382	55,476	47,503
Special charge	(2,400)	--	(2,400)	5,500
	-----	-----	-----	-----
	29,264	25,522	86,165	84,101
Operating income	38,169	25,120	96,800	67,272
Other income (expense):				
Interest income	615	143	1,275	563
Interest expense	(209)	(845)	(677)	(2,407)
Other, net	40	38	512	586
	-----	-----	-----	-----
Income before income taxes	38,615	24,456	97,910	66,014
Income taxes	10,426	6,602	26,434	17,823
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Net income	\$ 28,189	\$ 17,854	\$ 71,476	\$ 48,191
	=====	=====	=====	=====
Basic net income per share	\$ 0.55	\$ 0.35	\$ 1.40	\$ 0.94
	=====	=====	=====	=====
Diluted net income per share	\$ 0.52	\$ 0.34	\$ 1.32	\$ 0.90
	=====	=====	=====	=====
Weighted average common shares outstanding	50,950	50,647	50,903	51,422
	=====	=====	=====	=====
Weighted average common and common equivalent shares outstanding	54,344	53,192	54,049	53,819
	=====	=====	=====	=====

</TABLE>

See accompanying notes to condensed consolidated financial statements
More detailed information on the quarter's results will be included in the
Company's quarterly report on Form 10-Q for the quarter ended December 31, 1999
which will be filed on or before February 14, 2000.

These financial results are based on the quarter ended December 31, 1999 and are not necessarily indicative of future financial results. Investors are encouraged to review Microchip's other filings with the Securities and Exchange Commission for a discussion of factors that could affect Microchip's future performance.

STOCK SPLIT

On January 3, 2000, Microchip announced a 3-for-2 stock split in the form of a stock dividend. The stock split will be effective for stockholders of record at the close of market on January 18, 2000. Additional stock certificates will be mailed to stockholders on February 7, 2000. Fractional shares will be paid in cash. The adjusted number of shares outstanding and per-share stock price will be reported by NASDAQ effective February 8, 2000.

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.

Dated: January 14, 2000

MICROCHIP TECHNOLOGY INCORPORATED

/s/ C. Philip Chapman

C. Philip Chapman
Vice President, Chief Financial Officer
And Secretary (Duly Authorized Officer,
and Principal Financial and Accounting
Officer)