FORM 4

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

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

Option (Right to Buy)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . . 0.5

(Print or Type Responses) 1. Name and Address of Reporting Person* 2. Issuer Name and Ticker or Trading Symbol Relationship of Reporting Person(s) Microchip Technology Incorporated "MCHP" to Issuer (Check all applicable) Sanghi, Steve X Director 10% Owner X Officer (give title below) _ Other (specify below) President, CEO & Chairman of the Board 3. I.R.S. Identification Number 7. Individual or Joint/Group Filing (Check Applicable Line) (Last) (First) (Middle) 4. Statement for of Reporting Person, Month/Year X Form filed by One Reporting Person 08/29/2002 Form filed by More than One Reporting Person c/o Microchip Technology Incorporated if an entity (voluntary) 2355 W. Chandler Boulevard 5. If Amendment, Date of Original Chandler, AZ 85224-6199 (Month/Day/Year) (City) (State) (Zip) Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed of (D) 5. Amount of 6. Owner-7. Nature of Indirect Title of Security 2. Trans-Transaction Code (Instr. 3, 4 & 5) Beneficial Ownership (Instr. 3) Securities ship Form: laction Date (Instr. 8) Beneficially Direct (D) (Instr. 4) (Month/ Day/ Owned at or Indirect (I) Code Amount (A) Price Year) End of Month (Instr. 4) or (D) (Instr. 3 & 4) 878,811 D By Trust 1,025,645 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). (Over) Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays SEC 1474 (3a currently valid OMB control number 99) FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 7. Title and Amount of 8. Price of 11. Nature of 1. Title of 2. Conver-3. Trans- 4. 5. Number of 6. Date 9. Number 10. Derivative sion or action Trans-Derivative Securities Exercisable Underlying Securities Derivative lof Owner-Indirect Security Excercise Date action Acquired (A) or and Expiration (Instr. 3 & 4) Security Derivative ship Beneficial Price of Code Disposed of (D) Date (Instr. 5) Securities Form Ownership (Month/Day/ (Instr. 3) Derivative (Month/ Beneficially of Deriv-(Instr. 4) Security Day/ (Instr (Instr. 3, 4 & 5) Year) Owned at lative End of Security: Year) Month Direct (Instr. 4) (D) Title Code (A) (D) Date Expira-Amount or Indirect Exerion Number of (I) Date Shares cisable (Instr. 4) \$21.00 08/01/02 Common Stock 47,562 08/01/ 08/01/ Common 47,562 47,652 D

2003

2012

Stock

Explanation of Responses:

Steve Sanghi08/29/2002**Signature of Reporting PersonDate

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, See Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).