SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Sanghi Steve	MICROCHIP TECHNOLOGY INC [MCHP]	X Director; 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X Officer (give title below); Other (specify below)
C/O MICROCHIP TECHNOLOGY INCORPORATED	11/15/2026	President, CEO and Chair of Bd
2355 WEST CHANDLER BOULEVARD	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
(Street)		X Form filed by One Reporting Person
CHANDLER AZ 85224-6199		Form filed by More than One Reporting Person
(City) (State) (Zip)		

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/16/2026		M		9,289	A	$58.64	9,444,346(1)	I	Shares held Indirectly, by Trust and by Family Limited Partnership. (1)
Common Stock	11/16/2026		F		3,842	D	$58.64	9,440,504(2)	I	Shares held Indirectly, by Trust and by Family Limited Partnership. (2)
Common Stock	11/16/2026		M		4,893	A	$58.64	9,445,397(3)	I	Shares held Indirectly, by Trust and by Family Limited Partnership. (3)
Common Stock	11/16/2026		F		2,024	D	$58.64	9,443,373(4)	I	Shares held Indirectly, by Trust and by Family Limited Partnership. (4)
Common Stock	11/15/2026		M		357	A	$58.64	9,443,730(5)	I	Shares held Indirectly, by Trust and by

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			Code	V	Amount	(A) or (D)	Price			
										Family Limited Partnership. (5)
Common Stock	11/15/2026		F		148	D	$58.64	9,443,582(6)	I	Shares held Indirectly, by Trust and by Family Limited Partnership. (6)
Common Stock	11/15/2026		M		28,854	A	$58.64	9,472,436(7)	I	Shares held Indirectly, by Trust and by Family Limited Partnership. (7)
Common Stock	11/15/2026		F		11,932	D	$58.64	9,460,504(8)	I	Shares held Indirectly, by Trust and by Family Limited Partnership. (8)

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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	$58.64	11/16/2026		M			9,289	(9)	(9)	Common Stock	9,289	$0	0	D	
Performance Stock Units	$58.64	11/16/2026		M			4,893	(10)	(10)	Common Stock	4,893	$0	0	D	
Restricted Stock Units	$58.64	11/15/2026		M			357	(11)	(11)	Common Stock	357	$0	0	D	
Restricted Stock Units	$58.64	11/15/2026		M			28,854	(12)	(12)	Common Stock	28,854	$0	28,854	D	

Explanation of Responses:

1. Of the 9,444,346 shares held, 3,538,474 shares were held by The Sanghi Trust; and 5,905,872 shares were held by The Sanghi Family Limited Partnership.

2. Of the 9,440,504 shares held, 3,534,632 shares were held by The Sanghi Trust; and 5,905,872 shares were held by The Sanghi Family Limited Partnership.

3. Of the 9,445,397 shares held, 3,539,525 shares were held by The Sanghi Trust; and 5,905,872 shares were held by The Sanghi Family Limited Partnership.

4. Of the 9,443,373 shares held, 3,537,501 shares were held by The Sanghi Trust; and 5,905,872 shares were held by The Sanghi Family Limited Partnership.

5. Of the 9,443,730 shares held, 3,537,858 shares were held by The Sanghi Trust; and 5,905,872 shares were held by The Sanghi Family Limited Partnership.

6. Of the 9,443,582 shares held, 3,537,710 shares were held by The Sanghi Trust; and 5,905,872 shares were held by The Sanghi Family Limited Partnership.

7. Of the 9,472,436 shares held, 3,566,564 shares were held by The Sanghi Trust; and 5,905,872 shares were held by The Sanghi Family Limited Partnership.

8. Of the 9,460,504 shares held, 3,554,632 shares were held by The Sanghi Trust; and 5,905,872 shares were held by The Sanghi Family Limited Partnership.

9. The restricted stock units vested in full on November 16, 2026. Vested shares were delivered to the reporting person upon vest.

10. Each Performance Stock Unit (PSU) granted under the Microchip Technology Incorporated (Microchip) 2004 Equity Incentive Plan represents a contingent right to receive shares of Microchip common stock based on Microchip's cumulative non-GAAP operating margin over a period of 12 quarters ending September 30, 2025. The target number of PSU shares that may be earned is reported in the table above and is based on Microchip achieving a cumulative non-GAAP operating margin of 40.0% over the 12 quarter measurement period. The actual number of shares that may be earned can be higher or lower than the target depending on Microchip's non-GAAP operating margin over the measurement period. Earned PSUs vested on November 16, 2026. Vested shares were delivered to the reporting person upon vest.

11. The restricted stock units vested in full on November 15, 2026. Vested shares were delivered to the reporting person upon vest.

12. The restricted stock units will vest in two equal quarterly installments of 28,853 shares on May 15, 2026 and August 15, 2026, and two equal quarterly installments of 28,854 shares on November 15, 2026 and February 15, 2027, as long as the individual remains a service provider through the vesting date(s). Vested shares were delivered to the Reporting Person upon vest.

Remarks:

Deborah L. Wussler, as Attorney-in-Fact 11/18/2026

** 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.

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