FORM 4

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

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

(Print or Type Responses)

1. Name and Addres: Day. L.B.	s of Reporting F	erson*		ssuer Name and Ticker or T crochip Technology Incorpo			to I <u>X</u> I	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <u>X</u> Director10% Owner Officer (give title below)Other (specify below)					
c/o Microchip Techn 2355 W. Chandler Be	oulevard (Street) -6199	ited	of	.R.S. Identification Number Reporting Person, n entity (voluntary)	Month/ 08/29/2 5. If Arr Date of (Month	nendment, Original /Day/Year)	X F	 7. Individual or Joint/Group Filing (Check Applicable Line) <u>X</u> Form filed by One Reporting Person Form filed by More than One Reporting Person 					
(City)	(State) (Zip)			Table I — N	on-Derivat	ive Securitie	s Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/	3. Trans- action Cod (Instr. 8) Code	le V	4. Securities Acquired (A) o (Instr. 3, 4 & 5) Amount	or Disposed	of (D)		5. Amount of Securities Beneficially Owned at	6. Owner- ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
	Year)				or (D)			End of Month (Instr. 3 & 4)	(Instr. 4)				
								()				

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).

 Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays
 (Over)

 SEC 1474 (3 a 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)

1. Title of	2. Conver-	3. Trans-	4.	5. Number of		6. Date			Amount of	8. Price of	9. Number	10.	11. Nature of
Derivative	sion or	action	Trans-	Derivative Securities		Exercisable		Underlying Securities		Derivative	of	Owner-	Indirect
Security	Excercise	Date	action	Acquired (A)	cquired (A) or		and Expiration		(Instr. 3 & 4)		Derivative	ship	Beneficial
	Price of		Code	Disposed of (I	D)	Date				(Instr. 5)	Securities	Form	Ownership
(Instr. 3)	Derivative	(Month/				(Month/I	Day/				Beneficially	of Deriv-	(Instr. 4)
	Security	Day/	(Instr.	(Instr. 3, 4 & 5	j)	Year)					Owned at	ative	
		Year)	8)								End of	Security:	
											Month	Direct	
											(Instr. 4)	(D)	
			Code V	(A)	(D)	Date	Expira-	Title	Amount or	1		or	
				, ,	()	Exer-	tion		Number of			Indirect	
						cisable	Date		Shares			(I)	
												(Instr. 4)	
Common Stock	\$22.81	08/16/02	A	3,000		08/16/	08/16/	Common	3,000		3,000	D	
Option (Right to						2003	2012	Stock					
Buy)													
Common Stock	\$22.81	08/16/02	A	6,000		08/16/	08/16/	Common	6,000		6,000	D	1
Option (Right to				Í Í		2003	2012	Stock	Í		, í		
Buy)													
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Explanation of Responses:

<u>L.B. Day</u>	<u>08/29/2002</u>
**Signature of Reporting Person	Date

**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 provided is insufficient, See Instruction 6 for procedure.

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