## 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).

## 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	f Reporting P	erson*		ssuer Name and Ticker or T					elationship of Rep		
			Mic	crochip Technology Incorpor	rate	d "MCH	P"		ssuer (Check all ap	. ,	
Little, Mitchell R.								_	irector		Owner
								<u>X</u> O	officer (give title be	elow) _Other	(specify below)
									Vice Presider	nt, Worldwide Sal	les & Applications
(Last) (Fi	rst) (Middle	e)	3. I	R.S. Identification Number		4. State:	ment for	7. It	ndividual or Joint/	Group Filing (Che	eck Applicable Line)
	, ,	,	of I	Reporting Person,		Month/	Year	X F	orm filed by One I	Reporting Person	,
c/o Microchip Technolo	ogy Incorpora	ted		n entity (voluntary)		08/29/20	002		orm filed by More		ing Person
2355 W. Chandler Bou			"					Г		· · · · · · · · · · · · · · · · · · ·	8
(Street)					5. If Amendment,		1				
(5)							Original				
Chandler, AZ 85224-61	199						Day/Year)				
Chandler, 112 03224-01	199					(141011111	Day/ Icar)				
(City) (S	State) (Zip)		Table I — No	n-l	 Derivati	ve Securitie	quired, Disposed	of, or Beneficiall	y Owned		
Title of Security	2. Trans-		4. Securities Acquired (A) of	isposed	of (D)		5. Amount of	6. Owner-	7. Nature of Indirect		
(Instr. 3)	action	e	(Instr. 3, 4 & 5)		. /		Securities	ship Form:	Beneficial Ownership		
Date (Instr. 8)				<u> </u>				Beneficially	Direct (D)	(Instr. 4)	
	(Month/ Day/	Code	V	Amount		(A)	Price		Owned at	or Indirect (I)	
	Year)	0000	ľ	1 11110 41110		or	11100		End of Month	(Instr. 4)	
						(D)			(Instr. 3 & 4)	,	
						(2)			528	D	
									320	Б	
					_						

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(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 a currently valid OMB control number SEC 1474 (3-a currently valid OMB control number

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	6. Date		7. Title and Amount of		9. Number	10.	11. Nature of
Derivative	sion or	action	Trans-	Derivative Sec	curities	Exercisable		Underlying Securities		Derivative	of	Owner-	Indirect
Security	Excercise	Date	action	Acquired (A)	or	and Expiration		(Instr. 3 & 4)		Security	Derivative	ship	Beneficial
	Price of		Code	Disposed of (I	<b>D</b> )	Date				(Instr. 5)	Securities	Form	Ownership
(Instr. 3)	Derivative	(Month/				(Month/Day/					Beneficially	of Deriv-	(Instr. 4)
	Security	Day/	(Instr.	(Instr. 3, 4 & 5	<b>5</b> )	Year)	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	\$21.00	08/01/02	M	6,695		08/01/	08/01/	Common	6,695		6,695	D	
Option (Right to						2003	2012	Stock					
Buy)													
											1		
											1		
						1					1		
											1		

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Explanation of Responses:

Mitchell R. Little
\*\*Signature of Reporting Person

08/29/2002

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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