#### 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

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 OMB APPROVAL

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

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

(Print or Type Respons	es)												
Name and Address of Parnell, Gordon W.	of Reporting P	erson*		ssuer Name <b>and</b> Ticker or Tra crochip Technology Incorpora			to Is	suer (Check all ap irector fficer (give title be	10% Owner ve title below) Other (specify below)  Vice President and Chief Financial Officer or Joint/Group Filing (Check Applicable Line) by One Reporting Person by More than One Reporting Person  Visposed of, or Beneficially Owned  Int of 6. Owner- ship Form:				
c/o Microchip Technol 2355 W. Chandler Bou	treet)	,	of I	R.S. Identification Number Reporting Person, n entity (voluntary)	Date of	Year 002 endment,	<u>X</u> F	orm filed by One I	1				
(City) (S	State) (Zip)			Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Cod (Instr. 8) Code		4. Securities Acquired (A) or (Instr. 3, 4 & 5)  Amount	(A)	of (D)	S6 B O	Securities Beneficially Owned at	0.000				
					or (D)			(Instr. 3 & 4)	(111511. 4)				
								13,318	I	By Trust			
								626 <sup>(1)</sup>	D				
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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-

# FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	<ol><li>Conver-</li></ol>	<ol><li>Trans-</li></ol>	· <b> </b> 4.	5. Number of	of Derivative	6. Date		7. Tit	le and Amount	8. Price of	<ol><li>Number</li></ol>	10.	11. Nature of
Derivative	sion or	action	Trans-	Securities Acquired (A)		Exercisable		of Underlying		Derivative	of	Owner-	Indirect Beneficial
Security	Excercise	Date	action	or Disposed	of (D)	and Expi	ration	Secui	rities	Security	Derivative	ship	Ownership
	Price of		Code			Date		(Instr	: 3 & 4)	(Instr. 5)	Securities	Form	(Instr. 4)
(Instr. 3)	Derivative	(Month/		(Instr. 3, 4 &	£ 5)	(Month/I	Day/				Beneficially	of Deriv-	
	Security	Day/	(Instr.	ľ		Year)					Owned at	ative	
		Year)	8)								End of	Security:	
											Month	Direct	
											(Instr. 4)	(D)	
			Code	/ (A)	(D)	Date	Expira-	Title	Amount or	1		or	
			1 1	` `	` ´	Exer-	tion		Number of			Indirect	
			1 1			cisable	Date		Shares			(I)	
												(Instr. 4)	
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<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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### Explanation of Responses:

(1) Total includes 626 shares acquired under the Microchip Technology Incorporated Employee Stock Purchase Plan on 09/03/2002, in an exempt transaction pursuant to Rule 16b-3(d)(1), paid for by contributions made during the six month period ended 08/30/2002, for a purchase price of \$16.754 per share.

Gordon W. Parnell 09/03/2002

\*\*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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