

SIMONCIC RICHARD J
 Form 4
 January 27, 2006

FORM 4

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

OMB APPROVAL

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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 OF SECURITIES

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 SIMONCIC RICHARD J

2. Issuer Name and Ticker or Trading Symbol
 MICROCHIP TECHNOLOGY INC
 [MCHP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
 (Month/Day/Year)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP, Analog and Intrfc Prod Div

C/O MICROCHIP TECHNOLOGY
 INCORPORATED, 2355 WEST
 CHANDLER BOULEVARD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

CHANDLER, AZ 85224-6199

(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 or Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	01/25/2006		M	37,125 A \$ 8.963	111,104 ⁽¹⁾ / ₍₂₎	I	Held Directly and Indirectly, by Trust and wife and mother-in-law ⁽²⁾
Common Stock	01/25/2006		M	7,050 A \$ 8.555	118,154 ⁽³⁾	I	Held Directly and Indirectly, by Trust and wife and

Common Stock	01/25/2006	S	44,175	D	\$ 35.7802	73,979 ⁽⁴⁾	I	mother-in-law ⁽³⁾ Held Directly and Indirectly, by Trust and wife and mother-in-law ⁽⁴⁾
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Common Stock Option (Right to Buy)	\$ 8.963	01/25/2006		M	37,125	07/01/2001 04/17/2007	Common Stock 37,125
Common Stock Option (Right to Buy)	\$ 8.555	01/25/2006		M	7,050	01/29/2000 01/29/2008	Common Stock 7,050

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SIMONCIC RICHARD J C/O MICROCHIP TECHNOLOGY INCORPORATED	VP, Analog and Infrfc Prod Div

2355 WEST CHANDLER BOULEVARD
CHANDLER, AZ 85224-6199

Signatures

Deborah L. Wussler, as
Attorney-in-Fact

01/27/2006

**Signature of Reporting Person

Date

Explanation of Responses:

* 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).

- (1) On 9/14/2005, the Reporting Person transferred ownership of 542 shares from Direct holding to Indirect holding, by Trust.
- (2) Of the 111,104 shares held, 41,912 shares were held Directly; 68,967 shares were held by Trust, and 225 shares were held by Reporting Person's wife and mother-in-law.
- (3) Of the 118,154 shares held, 48,962 shares were held Directly; 68,967 shares were held by Trust, and 225 shares were held by Reporting Person's wife and mother-in-law.
- (4) Of the 73,979 shares held, 4,787 shares were held Directly; 68,967 shares were held by Trust, and 225 shares were held by Reporting Person's wife and mother-in-law.

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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