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MICROCHIP TECHNOLOGY INC

Form 8-K

July 17, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported)

July 17, 2003

MICROCHIP TECHNOLOGY INCORPORATED
(Exact Name Of Registrant As Specified In Its Charter)

| | | |
|---|-----------------------|--------------------------------------|
| Delaware | 0-21184 | 86-0629024 |
| (State Or Other Jurisdiction Of Incorporation) | (Commission File No.) | (IRS Employer Identification No.) |

2355 West Chandler Boulevard, Chandler, Arizona 85224-6199
(Address Of Principal Executive Offices)

(480) 792-7200
(Registrant's Telephone Number, Including Area Code)

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) EXHIBITS

99.1 July 17, 2003 Press Release: Microchip Technology Announces
First Quarter Fiscal Year 2004 Financial Results.

ITEM 9. REGULATION FD DISCLOSURE

This information is being furnished pursuant to Item 12 - RESULTS OF
OPERATIONS AND FINANCIAL CONDITION - as provided in SEC Release No. 34-47583.

On July 17, 2003, we announced the results of operations for the quarter
ended June 30, 2003. The complete release is attached to this report as Exhibit
99.1.

Our press release includes information regarding certain of our historical
results on a pro forma basis (a non-GAAP financial measure). Our pro forma
results for the first quarter of fiscal 2004 excludes the effects of special
charges of \$33.4 million which consisted of \$30.6 million of accelerated
depreciation relating to the closure of Fab 1 and \$2.8 million of additional
charges principally for contract cancellation, severance, and other related
costs. We believe that the pro forma data provides investors with a useful
representation of our core ongoing performance, and a helpful baseline for
assessing our future earnings potential.

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ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

The information required under this Item 12 is being provided under Item 9 -REGULATION FD DISCLOSURE - pursuant to the guidance set forth in SEC Release No. 34-47226.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Microchip Technology Incorporated
(Registrant)

Dated: July 17, 2003

By: /s/ Gordon W. Parnell

Gordon W. Parnell
Vice President, Chief Financial
Officer (Principal Accounting and
Financial Officer)

EXHIBITS

EXHIBIT 99.1 July 17, 2003 -- Microchip Technology Announces First Quarter
Fiscal Year 2004 Financial Results.