

MAXIM INTEGRATED PRODUCTS INC
 Form 4
 May 05, 2014

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 *
MURPHY MATTHEW J

2. Issuer Name and Ticker or Trading Symbol
MAXIM INTEGRATED PRODUCTS INC [MXIM]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
160 RIO ROBLES
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/02/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SENIOR VP

SAN JOSE, CA 95134
 (City) (State) (Zip)

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

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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	05/02/2014		M	V	2,646	A	\$ 12.82 41,734 D
Common Stock	05/02/2014		M	V	10,000	A	\$ 18.11 51,734 D
Common Stock	05/02/2014		S	V	12,646	D	\$ 32.35 39,088 D (1)
Common Stock	05/02/2014		S	V	2,693	D	\$ 32.35 36,395 D (1)

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

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SEC 1474
(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 Underlying Security (Instr. 3 and 4)
Non-Qualified Stock Option (right to buy)	\$ 12.82	05/02/2014		M	2,646	09/30/2009 ⁽²⁾ 12/12/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 18.11	05/02/2014		M	10,000	03/31/2010 ⁽³⁾ 12/01/2016	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MURPHY MATTHEW J 160 RIO ROBLES SAN JOSE, CA 95134			SENIOR VP	

Signatures

BY MARK CASPER FOR MATTHEW MURPHY
05/05/2014

**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).
- The price reported is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$32.35 to
- (1) \$32.355, inclusive. The reporting person undertakes to provide to the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
 - (2) The Non-qualified stock option award was granted on December 12, 2008 for a term expiring on December 12, 2015. The award vest upon the reporting person's completion of service in a series of fourteen (14) successive quarterly installments starting on September 30,

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2009.

- (3) The Non-qualified stock option award was granted on December 1, 2009 for a term expiring on December 1, 2016. The award vest upon the reporting person's completion of service in a series of sixteen (16) successive quarterly installments starting on March 31, 2010.

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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