

MAXIM INTEGRATED PRODUCTS INC

Form 4

May 27, 2014

**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 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

## 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 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)  
05/23/2014

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
SENIOR VP

SAN JOSE, CA 95134

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

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

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |          |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|----------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |          |
| Common<br>Stock                       | 05/23/2014                              |                                                             | M                                    |                                                                         | 6,968                                                                                                              | A                                                                       | \$ 18.11                                                          | 41,741 D |
| Common<br>Stock                       | 05/23/2014                              |                                                             | M                                    |                                                                         | 12,572                                                                                                             | A                                                                       | \$ 18.11                                                          | 54,313 D |
| Common<br>Stock                       | 05/23/2014                              |                                                             | M                                    |                                                                         | 2,428                                                                                                              | A                                                                       | \$ 16.58                                                          | 56,741 D |
| Common<br>Stock                       | 05/23/2014                              |                                                             | S                                    |                                                                         | 6,968                                                                                                              | D                                                                       | \$ 33.9263<br>(1)                                                 | 49,773 D |
| Common<br>Stock                       | 05/23/2014                              |                                                             | S                                    |                                                                         | 12,572                                                                                                             | D                                                                       | \$ 34.0506                                                        | 37,201 D |

|                 |            |   |       |   |               |            |   |
|-----------------|------------|---|-------|---|---------------|------------|---|
| Common<br>Stock | 05/23/2014 | S | 2,428 | D | (2)           | 34,773     | D |
|                 |            |   |       |   | \$<br>34.0506 |            |   |
| Common<br>Stock | 05/23/2014 | S | 2,693 | D | (2)           | 32,743 (3) | D |
|                 |            |   |       |   | \$<br>33.9263 |            |   |

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

**Persons who 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  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Underlying Se<br>(Instr. 3 and 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                    | Date Exercisable<br>Expiration Date                            | Title                                             |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 16.58                                                           | 05/23/2014                              |                                                             | M                                    | 2,428                                                                                                        | 02/15/2012 <sup>(4)</sup> 09/07/2017                           | Common<br>Stock                                   |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 18.11                                                           | 05/23/2014                              |                                                             | M                                    | 19,540                                                                                                       | 03/31/2010 <sup>(5)</sup> 12/01/2016                           | Common<br>Stock                                   |

## Reporting Owners

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

## Signatures

BY MARK CASPER FOR MATTHEW  
MURPHY 05/27/2014

\_\_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 \$33.91 to

(1) \$33.95, 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.

The price reported is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$33.94 to

(2) \$34.18, 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.

(3) Includes 663 shares of Common Stock acquired under an Employee Stock Purchase Plan on May 23, 2014.

The Non-qualified stock option award was granted on September 7, 2010 for a term expiring on September 17, 2017. The award vest

(4) upon the reporting person's completion of service in a series of twelve (12) successive quarterly installments starting on February 15, 2012.

The Non-qualified stock option award was granted on December 1, 2009 for a term expiring on December 1, 2016. The award vest upon

(5) 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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