

MAXIM INTEGRATED PRODUCTS INC
 Form 4
 May 13, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
WATKINS WILLIAM D

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)

3. Date of Earliest Transaction (Month/Day/Year)
05/09/2014

Director 10% Owner
 Officer (give title below) Other (specify below)

160 RIO ROBLES

(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

SAN JOSE, CA 95134

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|-------------------|---|--|-----------------------------------|
| | | | | Code | V Amount or Price | | | |
| Common Stock | 05/09/2014 | | S | 19,452 | D | \$ 31.5158 (1) 2,400 (2) | D | |
| Common Stock | 05/09/2014 | | M | 28,000 | A | \$ 20.74 30,400 (2) | D | |
| Common Stock | 05/09/2014 | | S | 28,000 | D | \$ 31.47 (3) 2,400 (2) | D | |
| Common Stock | 05/09/2014 | | M | 6,412 | A | \$ 18.97 8,812 (2) | D | |
| Common Stock | 05/09/2014 | | S | 6,412 | D | \$ 31.47 (3) 2,400 (2) | D | |

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| | | | | | | | |
|--------------|------------|---|--------|---|-------------------------|-----------------------|---|
| Common Stock | 05/09/2014 | M | 12,750 | A | \$ 12.7 | 15,150 ⁽²⁾ | D |
| Common Stock | 05/09/2014 | S | 12,750 | D | \$ 31.47 ⁽³⁾ | 2,400 ⁽²⁾ | D |
| Common Stock | 05/09/2014 | M | 20,000 | A | \$ 20.74 | 22,400 ⁽²⁾ | D |

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) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Non-Qualified Stock Options (right to buy) | \$ 20.74 | 05/09/2014 | | M | 28,000 | 08/05/2012 ⁽⁴⁾ 09/05/2015 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 18.97 | 05/09/2014 | | M | 6,412 | 12/31/2013 ⁽⁴⁾ 12/10/2016 | Common Stock | |
| Non-Qualified Option (right to buy) | \$ 12.7 | 05/09/2014 | | M | 12,750 | 12/31/2012 ⁽⁴⁾ 12/15/2015 | Common Stock | |
| Non-Qualified Stock Option (right to buy) | \$ 20.74 | 05/09/2014 | | M | 20,000 | 08/05/2012 ⁽⁴⁾ 09/05/2015 | Common Stock | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WATKINS WILLIAM D 160 RIO ROBLES | X | | | |

SAN JOSE, CA 95134

Signatures

BY MARK CASPER FOR WILLIAM
WATKINS

05/12/2014

__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).
- (1) Weighted average with prices ranging from \$31.48 to \$31.57.
- (2) Represents unvested Restricted Stock Units and Common Stock.
- (3) Weighted average with prices ranging from \$31.45 to \$31.525.
- (4) Date when stock options became fully exercisable

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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