

MAXIM INTEGRATED PRODUCTS INC
Form 8-K
August 25, 2005

**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: August 25, 2005
(Date of Earliest Event Reported)

MAXIM INTEGRATED PRODUCTS, INC.

(Exact Name of Registrant as Specified in Its Charter)

DELAWARE
(State or Other Jurisdiction of Incorporation)

0-16538
(Commission File Number)

94-2896096
(I.R.S. Employer Identification No.)

**120 SAN GABRIEL DRIVE
SUNNYVALE, CALIFORNIA**
(Address of Principal Executive Offices)

94086
(Zip Code)

(408) 737-7600

(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

(d) On August 22, 2005, the Board of Directors of Maxim Integrated Products, Inc. (the Company) appointed Mr. Peter de Roeth to serve as a director of the Company. There have been no transactions or series of similar transactions of the type required to be described under Section 404(a) of Regulation S-K between the Company and Mr. de Roeth which have taken place since the beginning of the Company's last fiscal year and currently there are not any such proposed transactions or series of similar transactions.

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Changes in Fiscal Year.

(a) Immediately prior to and in connection with the election of Mr. de Roeth to the Board of Directors on August 22, 2005, the Board of Directors amended the first sentence of Article IV, Section 15 of the Bylaws of the Company to increase the authorized number of directors from six (6) to seven (7).

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

| Exhibit No. | Exhibit |
|------------------------|--|
| 3.4(b) | Certificate of Amendment to the Bylaws of Maxim Integrated Products, Inc., effective August 22, 2005 |

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 thereunto duly authorized.

MAXIM INTEGRATED PRODUCTS, INC.

By: /s/ Carl W. Jasper

Carl W. Jasper
Vice President and Chief Financial Officer

Date: August 25, 2005