

MAXIM INTEGRATED PRODUCTS INC  
 Form 4  
 May 13, 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 \*  
**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 <sup>(2)</sup> | D |
| Common Stock | 05/09/2014 | S | 12,750 | D | \$ 31.47 <sup>(3)</sup> | 2,400 <sup>(2)</sup>  | D |
| Common Stock | 05/09/2014 | M | 20,000 | A | \$ 20.74                | 22,400 <sup>(2)</sup> | D |

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

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(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 <sup>(4)</sup> 09/05/2015                     | Common Stock                                      |       |
| Non-Qualified Stock Option (right to buy)  | \$ 18.97   | 05/09/2014                           |  | M                              | 6,412   | 12/31/2013 <sup>(4)</sup> 12/10/2016                     | Common Stock                                      |       |
| Non-Qualified Option (right to buy)        | \$ 12.7  | 05/09/2014                           |  | M                              | 12,750  | 12/31/2012 <sup>(4)</sup> 12/15/2015                     | Common Stock                                      |       |
| Non-Qualified Stock Option (right to buy)  | \$ 20.74   | 05/09/2014                           |  | M                              | 20,000  | 08/05/2012 <sup>(4)</sup> 09/05/2015                     | Common Stock                                      |       |

## Reporting Owners

| Reporting Owner Name / Address      | Relationships |           |         |       |
|-------------------------------------|---------------|-----------|---------|-------|
|                                     | Director      | 10% Owner | Officer | Other |
| WATKINS WILLIAM D<br>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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