

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 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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/23/2014		M		6,968	A	\$ 18.11
							41,741
Common Stock	05/23/2014		M		12,572	A	\$ 18.11
							54,313
Common Stock	05/23/2014		M		2,428	A	\$ 16.58
							56,741
Common Stock	05/23/2014		S		6,968	D	\$ 33.9263
							(1) 49,773
Common Stock	05/23/2014		S		12,572	D	\$ 34.0506
							37,201

					(2)			
Common Stock	05/23/2014	S	2,428	D	\$ 34.0506	34,773		D
					(2)			
Common Stock	05/23/2014	S	2,693	D	\$ 33.9263	32,743	(3)	D
					(1)			

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 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 Ar Underlying Se (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 16.58	05/23/2014		M		2,428		02/15/2012 ⁽⁴⁾	09/07/2017	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 18.11	05/23/2014		M		19,540		03/31/2010 ⁽⁵⁾	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 05/27/2014

__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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.