

HOOD RICHARD C
Form 5
July 06, 2009

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
HOOD RICHARD C

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
06/27/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VICE PRESIDENT

120 SAN GABRIEL DRIVE

(Street)

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

6. Individual or Joint/Group Reporting
(check applicable line)

SUNNYVALE, CA 94086

(City) (State) (Zip)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) or (D) Amount Price | | | |
| Common Stock | 06/09/2009 | Â | G | 150,000 A \$ ⁽¹⁾ 150,000 | I | by GRAT A ⁽²⁾ | |
| Common Stock | 06/09/2009 | Â | G | 150,000 A \$ ⁽¹⁾ 150,000 | I | by GRAT B ⁽³⁾ | |
| Common Stock | 06/09/2009 | Â | G | 300,000 D \$ ⁽⁴⁾ 343,382 | I | by Trust ⁽⁴⁾ | |
| Common Stock | Â | Â | Â | Â Â Â 22,848 | D | Â | |

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| | | | | | | | | | |
|--------------|---|---|---|---|---|---|---------|---|----------------------|
| Common Stock | Â | Â | Â | Â | Â | Â | 120,000 | I | By GRAT 1 <u>(5)</u> |
| Common Stock | Â | Â | Â | Â | Â | Â | 120,000 | I | By GRAT 2 <u>(6)</u> |

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 2270 (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 Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HOOD RICHARD C 120 SAN GABRIEL DRIVE SUNNYVALE, CA 94086 | Â | Â | Â VICE PRESIDENT | Â |

Signatures

By: Mark Casper For: Richard C. Hood
Date: 07/01/2009

__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) GRATs were funded from the Hood Family Trust to Grantor Retained Annuity Trusts on June 9, 2009.
- (2) These shares were previously reported as directly beneficially owned but were contributed to the Richard C. Hood 2009 Grant Retained Annuity Trust on June 9, 2009.
- (3) These shares were previously reported as directly beneficially owned but were contributed to the Julie M. Hood 2009 Grantor Retained Annuity Trust on June 9, 2009.

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- (4) Shares were contributed to two Grantor Retained Annuity Trusts on June 9, 2009.
- (5) These shares were previously reported as directly beneficially owned but were contributed to the Richard C. Hood Grantor Retained Annuity Trust on May 16, 2008.
- (6) These shares were previously reported as directly beneficially owned but were contributed to the Julie M. Hood Grantor Retained Annuity Trust on May 16, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.