Edgar Filing: MAXIM INTEGRATED PRODUCTS INC - Form 4

MAXIM INTEGRATED PRODUCTS INC

Form 4

Common

Common

Common

Common

Stock

Stock

Stock

Stock

12/12/2008

December 16, 2008

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **HOOD RICHARD C** Issuer Symbol MAXIM INTEGRATED (Check all applicable) PRODUCTS INC [MXIM] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) below) 120 SAN GABRIEL DRIVE 12/12/2008 VICE PRESIDENT (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting SUNNYVALE, CA 94086 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) Code (D) Beneficially (D) or Beneficial Indirect (I) Ownership (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4)

Code V

Α

Amount

21,334

(1)

(D)

A

Price

\$0

25,711 (2)

120,000

120,000

643,382

D

I

I

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

By GRAT

By GRAT

by Trust (5)

1 (3)

2 (4)

Edgar Filing: MAXIM INTEGRATED PRODUCTS INC - Form 4

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

SEC 1474 (9-02)

number.

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D (Instr. 3, 4, and 5)			7. Title and A Underlying S (Instr. 3 and	Secur
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Am Nui Sha
Non-Qualified Stock Option (right to buy)	\$ 12.82	12/12/2008		A	235,156	<u>(6)</u>	12/12/2015	Common Stock	23

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

HOOD RICHARD C 120 SAN GABRIEL DRIVE SUNNYVALE, CA 94086

VICE PRESIDENT

Signatures

By: Mark Casper For: Richard C. Hood

12/16/2008

**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).
- Represents 21,334 Restricted Stock Units that vest over seven quarters with the first vesting on 2/15/2009, subject to the individual's **(1)** continous status as an employee through such dates.
- (2) Represents unvested Restricted Stock Units and Common Stock.
- These shares were previously reported as directly beneficially owned but were contributed to the Richard Hood Grantor Retained Annuity **(3)** Trust on May 16, 2008.
- 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.
- (5) Shares were contributed to two Grantor Retained Annuity Trusts on May 16, 2008.
- 235,156 nonqualified stock options vesting quarterly through 2012 with the first vesting on 9/12/2009, subject to the individual's continuous status as an employee through such dates.

Reporting Owners 2

Edgar Filing: MAXIM INTEGRATED PRODUCTS INC - Form 4

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.