

MAXIM INTEGRATED PRODUCTS INC
 Form 4
 August 03, 2016

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)
160 RIO ROBLES
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/01/2016

Director 10% Owner
 Officer (give title below) Other (specify below)

SAN JOSE, CA 95134
 (City) (State) (Zip)

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

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	08/01/2016		S		14,500	D	\$ 41.071 (1)	6,750	I	By Trust
Common Stock	08/01/2016		S		11,600	D	\$ 41.061 (2)	1,550 (3)	D	
Common Stock	08/01/2016		M		5,150	A	\$ 27.88	6,700 (3)	D	
Common Stock	08/01/2016		S		5,150	D	\$ 41.097 (4)	1,550 (3)	D	

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Common Stock	08/01/2016	M	12,824	A	\$ 22.66	14,374 ⁽³⁾	D
Common Stock	08/01/2016	S	12,824	D	\$ 41.097 ⁽⁴⁾	1,550 ⁽³⁾	D
Common Stock	08/01/2016	M	10,300	A	\$ 26.87	11,850 ⁽³⁾	D
Common Stock	08/01/2016	S	10,300	D	\$ 41.097 ⁽⁴⁾	1,550 ⁽³⁾	D
Common Stock	08/01/2016	M	3,492	A	\$ 18.97	5,042 ⁽³⁾	D
Common Stock	08/01/2016	S	3,492	D	\$ 41.163 ⁽⁴⁾	1,550 ⁽³⁾	D
Common Stock	08/01/2016	M	2,920	A	\$ 18.97	4,470 ⁽³⁾	D
Common Stock	08/01/2016	S	2,920	D	\$ 40.935 ⁽⁴⁾	1,550 ⁽³⁾	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)	\$ 27.88	08/01/2016		M	5,150	05/15/2016 ⁽⁵⁾	11/14/2019	Common Stock
Non-Qualified Stock Options	\$ 22.66	08/01/2016		M	12,824	11/15/2014 ⁽⁵⁾	11/15/2017	Common Stock

(right to buy)

Non-Qualified Stock Options (right to buy)	\$ 26.87	08/01/2016	M	10,300	11/15/2015 ⁽⁵⁾	11/16/2018	Common Stock
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Non-Qualified Stock Options (right to buy)	\$ 18.97	08/01/2016	M	3,492	12/31/2013 ⁽⁵⁾	12/10/2016	Common Stock
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Non-Qualified Stock Options (right to buy)	\$ 18.97	08/01/2016	M	2,920	12/31/2013 ⁽⁵⁾	12/10/2016	Common Stock
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WATKINS WILLIAM D 160 RIO ROBLES SAN JOSE, CA 95134	X			

Signatures

BY MARK CASPER FOR WILLIAM WATKINS	08/03/2016
**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 \$41.00 to \$41.24.
- (2) Weighted average with prices ranging from \$41.00 to \$41.40.
- (3) Represents unvested Restricted Stock Units and Common Stock.
- (4) Weighted average with prices ranging from \$40.93 to \$41.42.
- (5) Date when shares 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. 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.