

MAXIM INTEGRATED PRODUCTS INC
 Form 5
 July 18, 2008

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

(Last) (First) (Middle)

C/O MAXIM INTEGRATED PRODUCTS, INC, 120 SAN GABRIEL DRIVE

(Street)

SUNNYVALE, CA 94086

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 MAXIM INTEGRATED PRODUCTS INC [MXIM]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 06/28/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Stock | 05/16/2008 | Â | G | 120,000 A | \$ <u>(1)</u> 120,000 | I | By GRAT 1 <u>(2)</u> |
| Common Stock | 05/16/2008 | Â | G | 120,000 A | \$ <u>(1)</u> 120,000 | I | By GRAT 2 <u>(3)</u> |
| Common Stock | 05/16/2008 | Â | G | 240,000 D | \$ <u>(4)</u> 643,382 | I | by Trust <u>(4)</u> |

Common Stock Â Â Â Â Â Â 5,931 D Â

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

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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 D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------------------------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------------------------|

Reporting Owners

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

Signatures

By: Mark Casper For: Richard C. Hood 07/18/2008

**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).
- (1) Shares were funded from the Hood Family Trust to Grantor Retained Annuity Trusts on May 16, 2008.
- (2) 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.
- (3) These shares were previously reported as directly beneficially owned but were contributed to the Richard Hood Grantor Retained Annuity Trust on May 16, 2008.
- (4) Shares were contributed to two Grantor Retained Annuity Trusts on May 16, 2008.

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