

MAXIM INTEGRATED PRODUCTS INC
Form DEFA14A
October 01, 2012

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

SCHEDULE 14A

(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

Preliminary proxy statement Confidential, For Use of the Commission Only

Definitive proxy statement (as permitted by Rule 14a-6(e)(2))

Definitive additional materials

Soliciting material pursuant to §240-14a-12

Maxim Integrated Products, Inc.

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

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Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount previously paid:

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(3) Filing Party:

(4) Date Filed:

October 1, 2012

Dear Maxim Integrated Stockholders:

I am pleased to provide you with the enclosed Proxy Statement for our 2012 Annual Meeting and Annual Report on Form 10-K for our fiscal year ended June 30, 2012. I am very proud of our results for fiscal 2012, which included many significant accomplishments.

First, Maxim Integrated revenue outperformed its peers during fiscal year 2012 despite the challenging macro environment. Revenues were approximately \$2.4 billion, down slightly over fiscal year 2011, but well ahead of our analog peer group during the same timeframe.

Second, we maintained stable gross margins within our long-term target range driven by increasing analog integration as well as our flexible manufacturing model.

Third, we delivered on our commitment of returning cash to stockholders in the form of dividends and buybacks as we returned approximately 21% of revenue during fiscal year 2012. We also recently increased the quarterly dividend by 9% reflecting both confidence in the business model and ability to generate sufficient cash throughout economic cycles.

Last, but not least, Maxim Integrated continued to lead the industry in analog integration as revenue from our high-integration products grew roughly 17% over fiscal year 2011. Customer interest in our high-integration products is strong and continues to increase, with highly integrated products now representing 37% of our total revenue compared to 31% one year ago.

As described in our Proxy Statement, we are asking for your continued support of our equity compensation plans through approval of modest share increases to our 2008 Employee Stock Purchase Plan and our Amended and Restated 1996 Stock Incentive Plan. We have an extremely talented and dedicated workforce, and the share increases are critically important for recruitment and retention. Awards under these Plans also provide appropriate incentives for our employees to deliver superior results for our stockholders. I urge you to vote in favor of these Proposals as set forth in our Proxy Statement.

Thank you for your continuing support, and we look forward to seeing you at the Annual Meeting.

Sincerely,

Tunç Doluca
President and Chief Executive Officer
Maxim Integrated