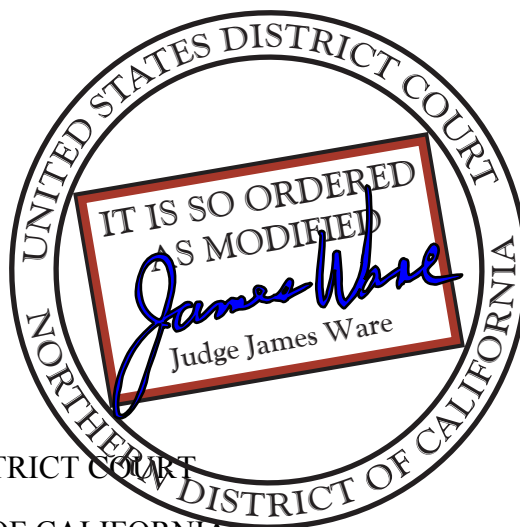


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 MAXIM INTEGRATED PRODUCTS, INC.



8 UNITED STATES DISTRICT COURT
 9 NORTHERN DISTRICT OF CALIFORNIA
 10 SAN JOSE DIVISION

Ropers Majeski Kohn & Bentley
 A Professional Corporation
 San Jose

12 IN RE MAXIM INTEGRATED PRODUCTS,
 INC. DERIVATIVE LITIGATION.

CASE NO. C 06-3344 JW

13 This Document Relates To:

13 **STIPULATION AND [PROPOSED]**
ORDER REGARDING A STAY OF
THIS ACTION PENDING
RESOLUTION OF DEFENDANTS'
MOTIONS FOR SUMMARY
JUDGMENT

14 ALL ACTIONS.

17 Judge: The Honorable James Ware
 Courtroom 8, Fourth Floor

18
 19 IT IS HEREBY STIPULATED, by and between all parties to the above-entitled action,
 20 through their respective counsel, as follows:

21 WHEREAS, on January 16, 2009, the parties filed a Supplemental Joint Case
 22 Management Statement informing the Court that the settlement in the parallel Delaware Chancery
 23 Court action, Ryan v. Gifford ("Ryan"), Civil Action No. 2213-CC , was approved and final
 24 judgment entered on January 2, 2009, and that the parties intended to stipulate to stay this action,
 25 pending briefing and resolution of Defendants' motions for summary judgment. *See* Docket No.
 26 249;

27 WHEREAS, on January 21, 2009, the Court issued an Order vacating the January 26,
 28 2009, Case Management Conference in light of the intention of the parties to stipulate as set forth

1 above. *See* Docket No. 252.

2 WHEREAS, the Court also directed the parties to file their stipulation regarding a stay on
3 or before January 30, 2009, including a proposed schedule for briefing and hearing on
4 Defendants' anticipated motions for summary judgment;

5 WHEREAS, any proposed schedule would be affected by any appeal in Delaware of the
6 Ryan final judgment approving the settlement.

7 WHEREAS, the parties expect that the deadline for filing a notice of appeal to the Ryan
8 final judgment will expire without the filing of any appeal on February 2, 2009.

9 IT IS THEREFORE HEREBY STIPULATED AS FOLLOWS:

10 1. This action is stayed in its entirety, including discovery, pending resolution of
11 Defendants' motions for summary judgment;

12 2. Defendants' Motions to Strike the purportedly Corrected Third Amended Complaint,
13 and any related obligation to oppose same, **is DENIED without prejudice to be renewed.**

14 3. Plaintiffs and Maxim, *et al.* agree to the following briefing schedule for the motions for
15 summary judgment:

16 (a) Any and all motions for summary judgment shall be filed on or before
17 February 11, 2009;

18 (b) Plaintiffs' oppositions shall be filed on or before March 16, 2009;

19 (c) Any replies shall be filed on or before March 30, 2009;

20 4. A hearing date shall be scheduled for **April 13, 2009 at 9 a.m.**

21
22 IT IS SO STIPULATED

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Dated: January 30, 2009

ROPERS, MAJESKI, KOHN & BENTLEY

By: /s/ Michael J. Ioannou
MICHAEL J. IOANNOU
LITA M. VERRIER
Attorneys for Nominal Defendant
MAXIM INTEGRATED PRODUCTS,
INC.

Dated: January 30, 2009

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By: /s/ Christopher Wood
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Dated: January 30, 2009

QUINN EMANUEL URQUHART OLIVER
& HEDGES, LLP

By: /s/ Patrick Doolittle
PATRICK DOOLITTLE
Attorneys for certain Individual Defendants

Dated: January 30, 2009

LATHAM & WATKINS LLP

By: /s/ David M. Friedman
DAVID M. FRIEDMAN
Attorneys for Defendant CARL JASPER

I, Michael J. Ioannou, am the ECF User whose ID and password are being used to file this Stipulation and [Proposed] Order. In compliance with General Order 45, X.B., I hereby attest that Christopher Wood, Patrick Doolittle and David Friedman have concurred in this filing.

Dated: January 30, 2009

ROPERS, MAJESKI, KOHN & BENTLEY

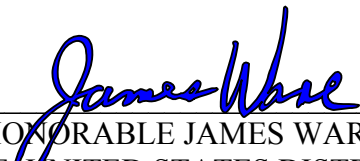
By: /s/ Michael J. Ioannou
MICHAEL J. IOANNOU
Attorneys for Nominal Defendant
MAXIM INTEGRATED PRODUCTS,
INC.

ORDER

The Stipulation, including the briefing schedule for Defendants' motions for summary judgment, is hereby adopted by the Court as MODIFIED.

The parties are ordered to comply with this Order.

Dated: February 5, 2009



THE HONORABLE JAMES WARE
JUDGE, UNITED STATES DISTRICT COURT