



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN AND FOR NEW CASTLE COUNTY

_____)
Walter E. Ryan, Jr. in the right of and for the)
benefit of MAXIM INTEGRATED)
PRODUCTS INC.,)
))
Plaintiff,)
))
v.)
))
JOHN F. GIFFORD, JAMES R. BERGMAN,)
B. KIPLING HAGOPIAN, A.R. FRANK)
WAZZAN, ERIC P. KARROS, M. D.)
SAMPELS,)
))
Defendants,)
))
and,)
))
MAXIM INTEGRATED PRODUCTS, INC.)
))
Nominal Defendants.)
_____)

Civil Action. No. 2213-N

MOTION TO DISMISS OR STAY

Individual defendants John H. Gifford, James R. Bergman, B. Kipling Hagopian, A.R. Frank Wazzan, Eric P. Karros and M.D. Sampels hereby move to dismiss or stay the plaintiff's complaint. The grounds for this motion are more fully set forth in the Individual Defendants' Opening Brief In Support of their Motion to Dismiss or Stay filed concurrently herewith.

POTTER ANDERSON & CORROON LLP



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Attorneys for Individual Defendants

Dated: August 2, 2006

CERTIFICATE OF SERVICE

I hereby certify that on August 2, 2006 a copy of the within document was

served by e-file on:

Norman M. Monhait, Esquire
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A handwritten signature in black ink, appearing to read "T. R. Dudderar", written over a horizontal line.

Timothy R. Dudderar (DSB ID No. 3890)