

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

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

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 (as permitted by Rule 14a-6(e)(2))
- ☐ Definitive Proxy Statement
- ☐ Definitive Additional Materials
- ☒ Soliciting Material Pursuant to §240.14a-12

Supertex, Inc.

(Name of Registrant as Specified In Its Charter)

Microchip Technology Incorporated

(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:

(5) Total fee paid:

☐ Fee paid previously with preliminary materials.

☐ 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.

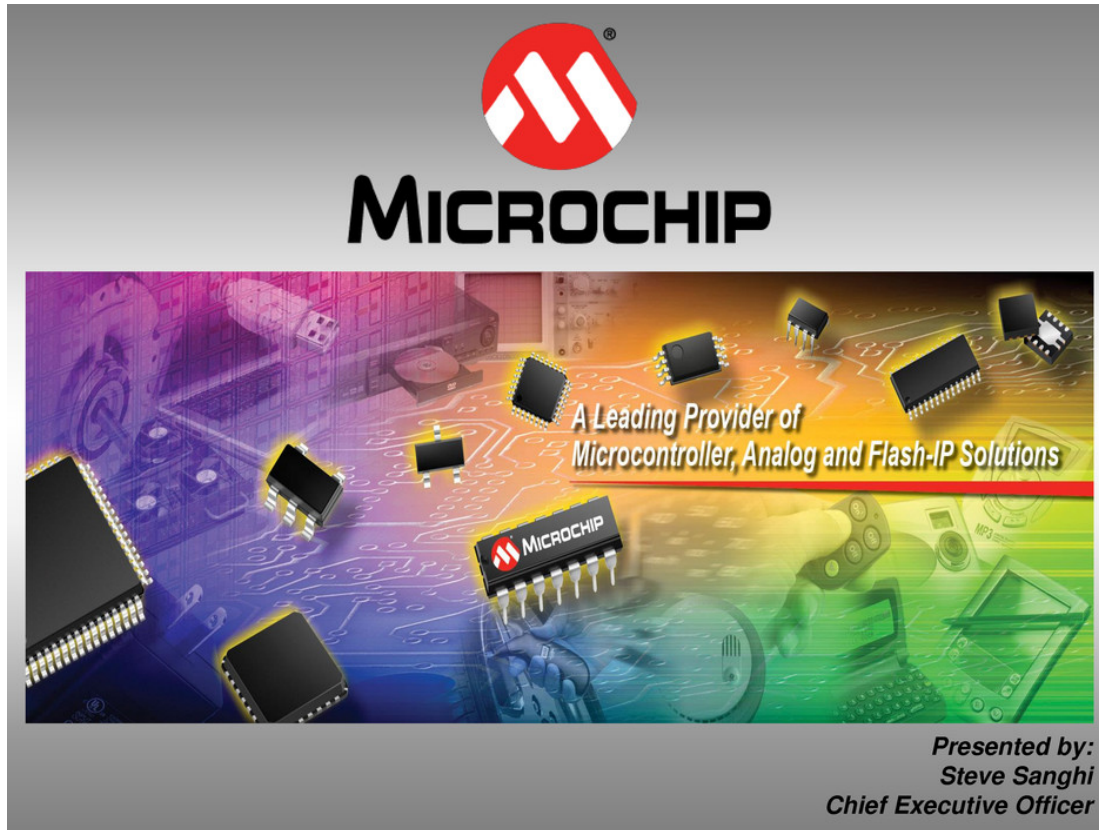
(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Microchip Technology Incorporated plans to use the following materials in one or more presentations to the employees of Supertex, Inc. (Supertex) in connection with Microchip's acquisition of Supertex. Such materials may also be made available to such employees in electronic or paper form.





- **Cautionary Statement:**

Statements about the expected timing, completion, benefits and effects of the proposed transaction, and other statements in this presentation that are not historical facts, are forward-looking statements made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These statements involve risks and uncertainties that could cause actual results to differ materially, including, but not limited to the actual timing of the closing of the acquisition, the satisfaction of the conditions to closing in the acquisition agreement, any termination of the acquisition agreement, the effect of the acquisition on Microchip's and Supertex's existing relationships with customers and vendors and their operating results and businesses; the costs and outcome of any litigation involving Microchip, Supertex or the acquisition transaction; general economic, industry or political conditions in the U.S. or internationally; and the risks described from time to time in SEC reports including filings on Forms 10-K, 10-Q and 8-K. You can obtain copies of such Forms 10-K, 10-Q and 8-K and other relevant documents for free, as applicable, at Microchip's website (www.microchip.com), at Supertex's website (www.supertex.com), the SEC's website (www.sec.gov) or from commercial document retrieval services. You are cautioned not to place undue reliance on our forward-looking statements, which speak only as of the date such statements are made. We do not undertake any obligation to publicly update any forward-looking statements to reflect events, circumstances or new information after the date hereof.

- **Additional Information and Where to Find It**

Supertex intends to file a proxy statement in connection with the acquisition transaction. Investors and security holders are urged to read the proxy statement when it becomes available because it will contain important information about the transaction. Investors and security holders may obtain free copies of these documents (when they are available) and other documents filed with the SEC at the SEC's web site at www.sec.gov. Microchip, Supertex and their directors and executive officers may be deemed to be participants in the solicitation of proxies from the stockholders of Supertex in connection with the acquisition transaction. Information regarding the special interests of these directors and executive officers in the transaction will be included in the proxy statement described above. Additional information regarding the directors and executive officers of Microchip is also included in Microchip's proxy statement for its 2013 Annual Meeting of Stockholders, which was filed with the SEC on July 11, 2013. Additional information regarding the directors and executive officers of Supertex is also included in Supertex's proxy statement for its 2013 Annual Meeting of Stockholders, which was filed with the SEC on July 2, 2013. These documents are available free of charge at the SEC's web site at www.sec.gov and as described above.



Welcome to Microchip!!!



Corporate Overview

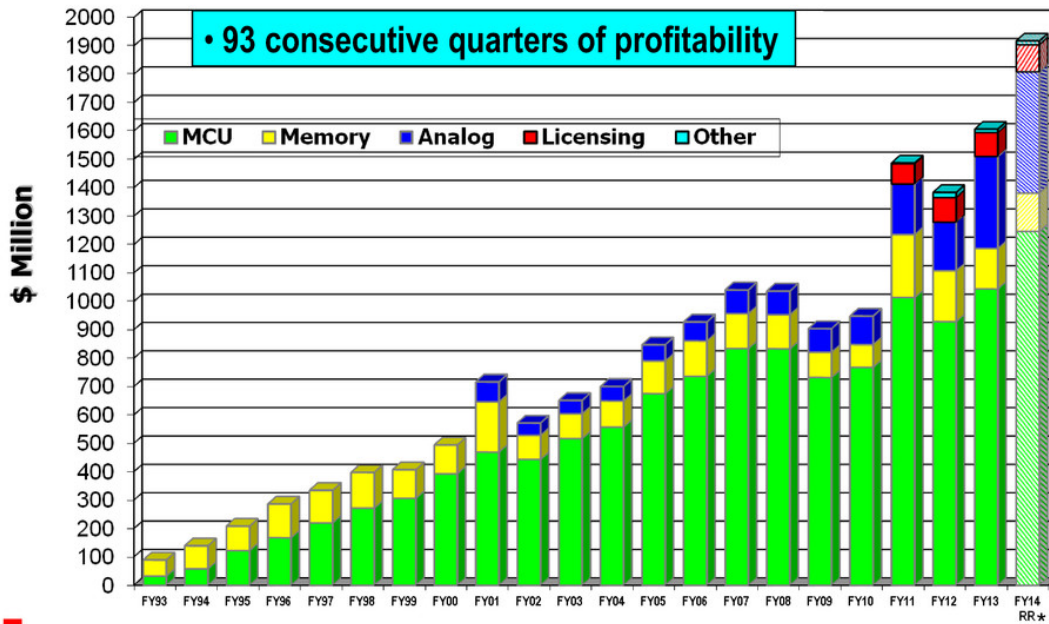
- Leading semiconductor provider of:
 - High-performance, field-programmable, 8-, 16- & 32-bit Microcontrollers
 - Analog & Interface products
 - Wi-Fi, RF, USB, Ethernet products
 - Automotive Information Systems products
 - Related Memory products
 - Flash-IP Solutions
- Over \$1.9B in sales run rate
- More than 8000 employees
- Headquartered near Phoenix in Chandler, AZ

"The Silicon Desert"





Annual Net Sales Growth



* Run rate based on results for the 9 months ended December 31st, 2013



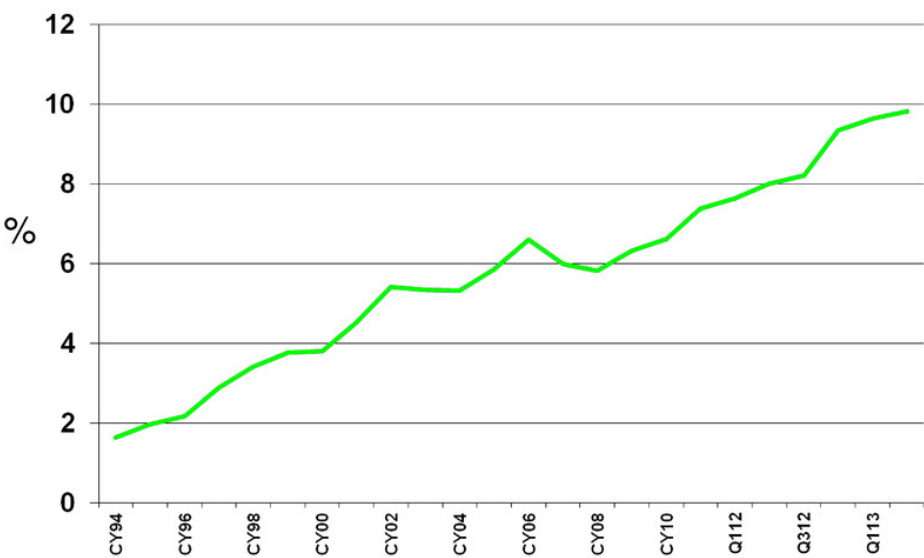
Worldwide Microcontroller Market Share (Dollars)

No.	2003 Rank	2008 Rank	2009 Rank	2010 Rank	2011 Rank	2012 Rank
1	Renesas	Renesas	Renesas	Renesas	Renesas	Renesas
2	Motorola	NEC	NEC	Freescall	Freescall	Freescall
3	NEC	Freescall	Freescall	Samsung	TI	Infineon
4	Matsushita	Infineon	Samsung	Microchip	Microchip	Microchip
5	Infineon	Samsung	Microchip	Atmel	ST-Micro	ST-Micro
6	Fujitsu	Microchip	TI	TI	Atmel	TI
7	Toshiba	ST-Micro	Infineon	Infineon	Infineon	Atmel
8	Microchip	TI	ST-Micro	ST-Micro	Fujitsu	NXP
9	Samsung	Fujitsu	Fujitsu	Fujitsu	Toshiba	Fujitsu
10	ST-Micro	NXP	NXP	NXP	Samsung	Samsung
11	Atmel	Toshina	Atmel	Toshiba	NXP	Toshiba
12	TI	Atmel	Toshiba	Denso	Denso	Cypress
13	Sanyo	Panasonic	Panasonic	Cypress	Sony	Denso
14	Philips	Denso	Denso	Panasonic	Panasonic	Panasonic
15	Intel	Sony	Cypress	Sony	Cypress	Sony
16	Sony	Cypress	Sony	Datang	JSC Sitronics	Si Labs
17	Micronas	Intel	Datang	JSC Sitronics	Datang	CEC Huada
18	Oki	Micronas	Intel	Si-Labs	Intel	MELFAS
19	Sunplus	Winbond	Si-Labs	Intel	Huahong	JSC
20	Winbond	Si-Labs	Rohm		Si Labs	INSIDE

Based on dollar shipment volume 2003-2012, Source: Gartner and Microchip

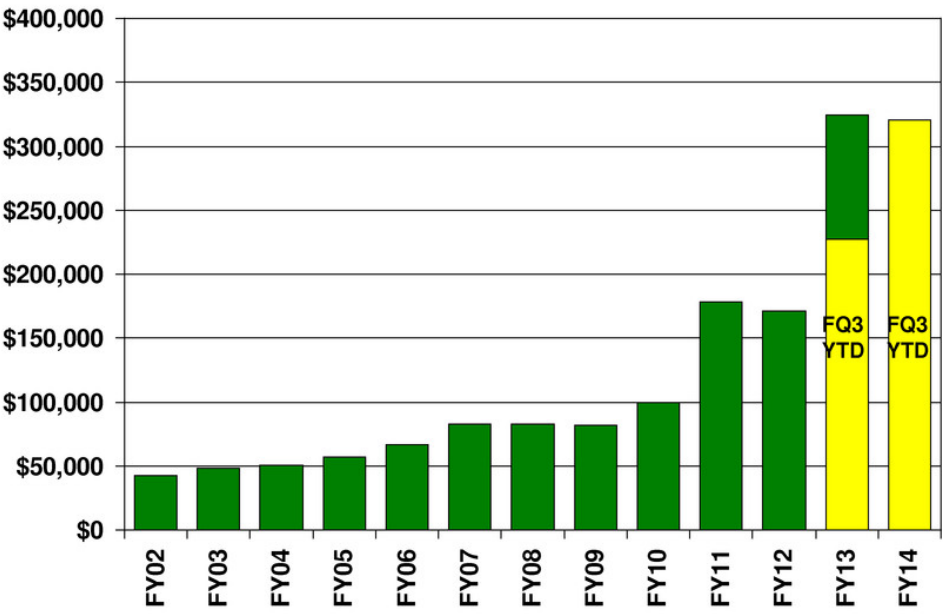


Total MCU (8/16/32) Market Share %



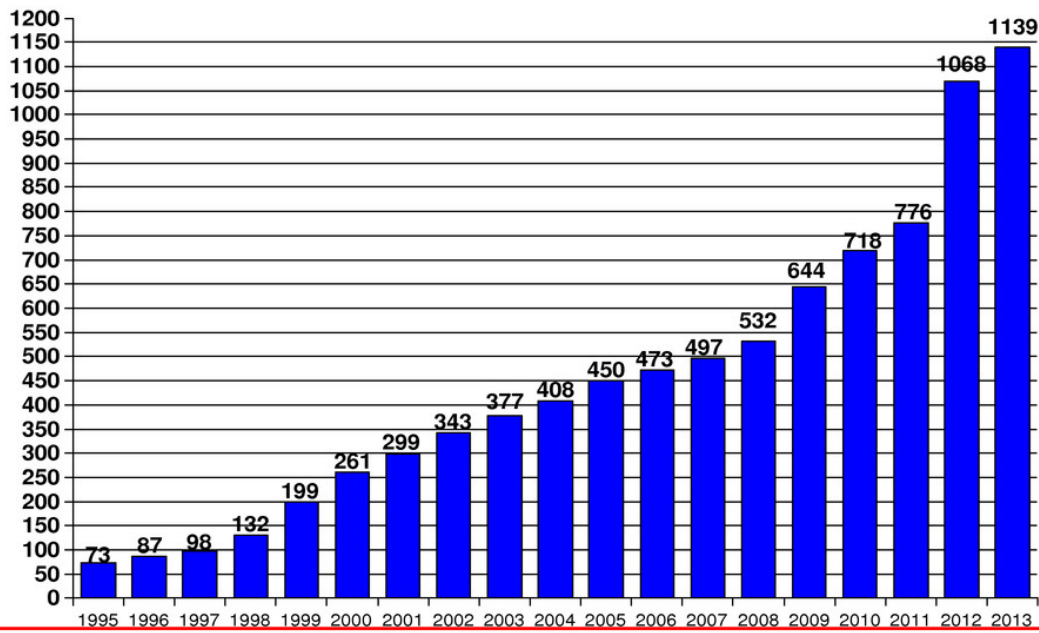


Analog Yearly Revenue (k\$)





Microchip Analog Product Portfolio Growth





Microchip's Stand-Alone Analog Customer Growth (6 month rolling)



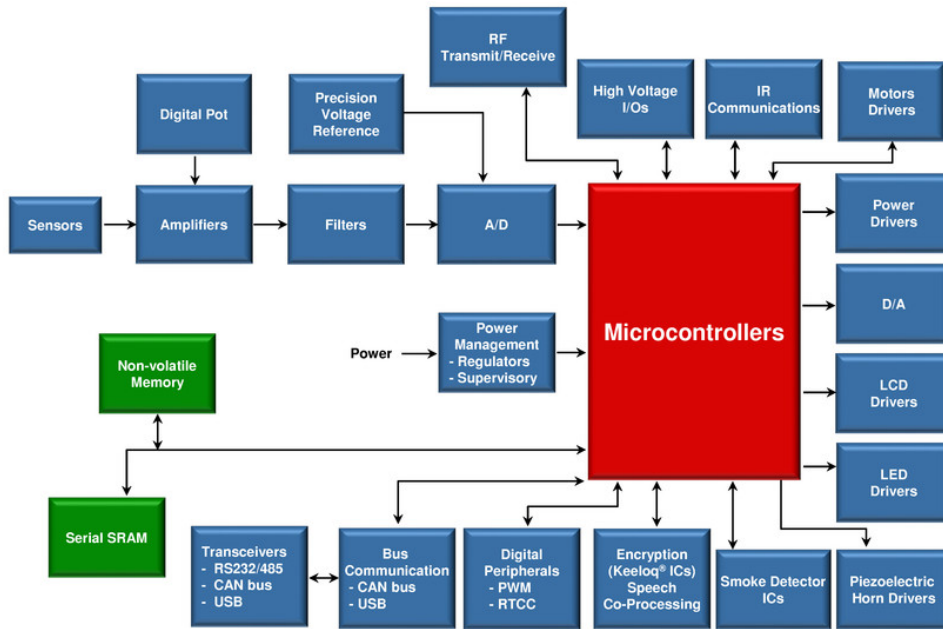


Analog and Interface Products

THERMAL MANAGEMENT	POWER MANAGEMENT	MIXED SIGNAL	INTERFACE/ CONNECTIVITY
Temperature Sensors	Linear Regulators	Delta-Sigma A/D Converters	CAN/LIN
Fan Control and Hardware Management	Switching Regulators	SAR A/D Converters	USB Hubs/PHYs/ Switches
	Digitally-Enhanced & PWM Controllers	Energy Measurement ICs	Ethernet Controller/ Switches/Bridges/PHYs
LINEAR	Charge Pump DC/DC Converters	Current/DC Power Measurement ICs	Wireless
Single Supply CMOS Op Amps	Battery Management	Dual Slope/Display A/D Converters	Real Time Clock/Calendar
Comparators	USB Port Power Controller/ Power Delivery	D/A Converters	I/O Expanders
RF Power Amplifiers, PGA, SGA	System Supervisors Voltage Detectors	Digital Potentiometers	SAFETY AND SECURITY
	Power MOSFET Drivers	V/F and F/V Converters	Smoke Detector ICs
MOTOR DRIVER ICs	High-Speed Power MOSFETs	Voltage References	Piezoelectric Horn Drivers
Stepper and DC/ 3Φ Brushless DC			



Our Analog & Memory Enables Providing Complete Solutions





SAM Expansion Focus Areas

- eXtreme Low Power
- Infotainment in Cars
- Touch Sense
- Touch Screen
- Advanced Graphics
- USB Interface
- Ethernet Connectivity
- Wireless Connectivity
- Advanced Analog
- AC/DC Power Supplies
- Wireless Audio
- Computing Embedded Controllers
- Motor Control
- Digital Power Supplies
- Energy Efficient Lighting
- Energy Harvesting and Monitoring
- Made for iPod and iPhone
- Medical Solutions



Guiding Values

- *Quality comes first*
- *Customers are our focus*
- *Continuous improvement is essential*
- *Employees are our greatest strength*
- *Products and technology are our foundation*
- *Total cycle times are optimized*
- *Safety is never compromised*
- *Profits and growth provide for everything we do*
- *Communication is vital*
- *Suppliers, representatives and distributors are our partners*
- *Professional ethics are practiced*

Values are not what we say – they are what we practice



Average % of Time MCHP Practices the Guiding Values Rated by Entire Employee Population

Values (Goal is 80%)	<u>All</u> <u>2013</u> <u>Mean</u>	<u>Classic</u> <u>2013</u> <u>Mean</u>	<u>Classic</u> <u>2012</u> <u>Mean</u>	<u>Classic</u> <u>2011</u> <u>Mean</u>
Quality Comes First	86.0%	86.4%	86.3%	87.0%
Customers Are Our Focus	89.4%	89.7%	89.8%	90.0%
Continuous Improvement Is Essential	85.7%	86.1%	85.7%	86.2%
Employees Are Our Greatest Strength	79.7%	80.2%	80.2%	82.0%
Products And Technology Are Our Foundation	86.2%	87.0%	86.8%	87.1%
Total Cycle Times Are Competitive	83.0%	83.7%	84.1%	84.3%
Safety Is Never Compromised	90.6%	90.8%	89.8%	90.3%
Profits And Growth Provide For Everything We Do	89.7%	90.0%	89.0%	89.8%
Communication Is Vital	84.7%	84.6%	84.3%	85.1%
Suppliers And Distributors Are Our Partners	86.8%	87.0%	87.3%	86.7%
Professional Ethics Are Practiced	87.2%	87.2%	86.7%	86.7%

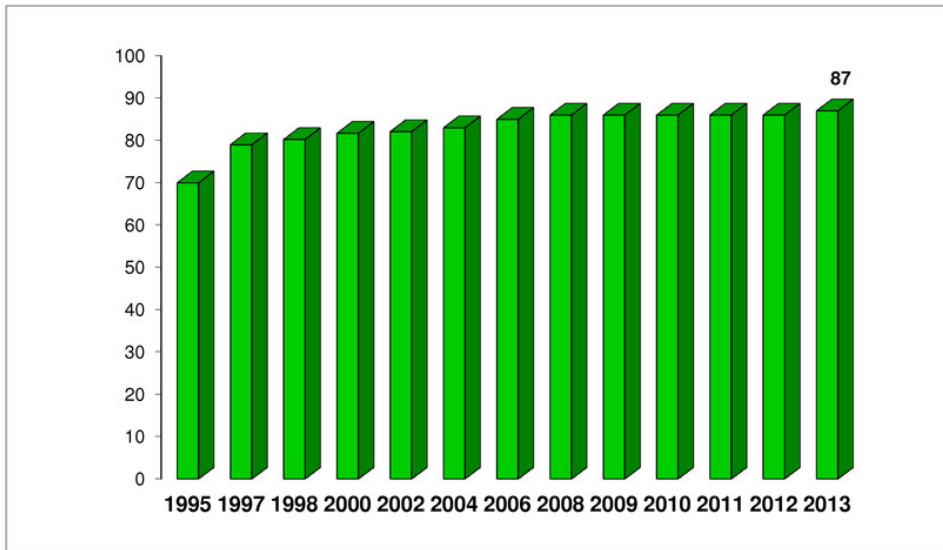


Mode % of Time MCHP Practices Guiding Values Rated by Entire Employee Population

Values (Goal is 90%)	<u>All</u> <u>2013</u> <u>Mode</u>	<u>Classic</u> <u>2013</u> <u>Mode</u>	<u>Classic</u> <u>2012</u> <u>Mode</u>	<u>Classic</u> <u>2011</u> <u>Mode</u>
Quality Comes First	90.0%	90.0%	90.0%	90.0%
Customers Are Our Focus	100.0%	100.0%	100.0%	100.0%
Continuous Improvement Is Essential	100.0%	90.0%	90.0%	100.0%
Employees Are Our Greatest Strength	100.0%	100.0%	100.0%	100.0%
Products And Technology Are Our Foundation	100.0%	100.0%	100.0%	100.0%
Total Cycle Times Are Competitive	90.0%	90.0%	90.0%	90.0%
Safety Is Never Compromised	100.0%	100.0%	100.0%	100.0%
Profits And Growth Provide For Everything We Do	100.0%	100.0%	100.0%	100.0%
Communication Is Vital	100.0%	100.0%	100.0%	100.0%
Suppliers And Distributors Are Our Partners	90.0%	90.0%	90.0%	90.0%
Professional Ethics Are Practiced	100.0%	100.0%	100.0%	100.0%

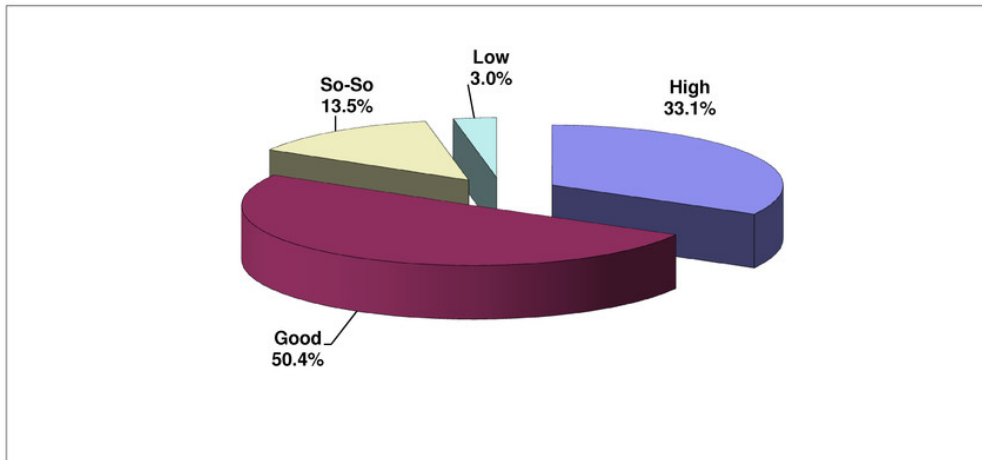


Percent of Time Employee's Direct Supervisor Practices the Guiding Values Expressed in Mean Scores Over Time





Job Satisfaction Rated by Entire Employee Population



High & Good Combined: 83.5% (2012: 83%)



Compelling Strategic Rationale

- Adds proprietary high voltage (50V to 1000V) analog and mixed signal products to our portfolio
- Adds high voltage process technologies and know how that will enable new solutions for our current businesses
- Expands our footprint in the long life cycle Medical and Industrial market segments
- Expands our position in fast growing LED and general lighting applications
- Microchip's strong manufacturing and sales channel strengths can extend the reach of Supertex's solutions into new applications and markets
- Adds strong patent portfolio to Microchip IP portfolio



Next Steps

- **Microchip and Supertex executives will work towards completing the acquisition expeditiously.**
- **We expect to close transaction in CQ2, 2014.**
- **We will form an integration team consisting of employees from both companies who will outline the integration strategy in areas of IT, HR, finance, legal, operations, product lines and sales.**



Worldwide Manufacturing





Some Answers in the HR area

- Your vested stock options will be cashed out at \$33 stock price.
- Your unvested stock options will be assumed by Microchip adjusted for the exchange ratio.
- # of options = Current number of options x \$33/MCHP stock price
- Option price = Current option price x MCHP stock price/\$33
- The vesting schedule will remain the same



Answers– contd.

- **Supertex's ESPP will be terminated and employees can join Microchip's ESPP**
- **Microchip's U.S. ESPP plan has a two year look back period and is therefore more favorable than Supertex's ESPP plan.**
- **Our international ESPP plan is similar to Supertex's ESPP plan.**
- **Supertex's 401K plan will be frozen and employees can enroll into Microchip's 401K plan.**
- **Supertex's 401K plan will undergo IRS audit. Once proven compliant, all the funds will roll over into Microchip's 401K plan.**



Microchip Community Awards



2011 Microchip Again Wins Alfred P. Sloan Award for Workplace Flexibility *For Fifth Consecutive Year, Company Receives National Recognition for Business Practices*

Microchip Technology has been selected as one of Arizona's "100 Best" Companies! 2011



Dec 2010 Microchip Named Phoenix Business Journal's "Best Place to Work" for Fourth Straight Year

Bay Area News Top Workplaces Program 2012



Microchip Summary

- **Leading provider of embedded control solutions**
- **Leadership position shaped by our vision, unique culture and guiding values**
- **Dedicated to the success of our customers, investors and employees**
- **Excited to have Supertex join the team!**



MICROCHIP

Thank You!