

Petrakian Raja  
Form 4  
January 24, 2012

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Petrakian Raja

2. Issuer Name and Ticker or Trading Symbol  
XILINX INC [XLNX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
2100 LOGIC DRIVE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
01/23/2012

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)

SVP WW Opertations

SAN JOSE, CA 95124

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| XLNX COMMON STOCK               | 01/23/2012                           |  | M                              |   | 2,000   | A  | \$ 26.32  |
| XLNX COMMON STOCK               | 01/23/2012                           |  | M                              |   | 9,000   | A  | \$ 22.8   |
| XLNX COMMON STOCK               | 01/23/2012                           |  | M                              |   | 2,000   | A  | \$ 25.22  |
| XLNX COMMON                     | 01/23/2012                           |  | M                              |   | 391   | A  | \$ 26.97  |

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STOCK

|                         |            |  |   |                                 |   |               |        |   |
|-------------------------|------------|--|---|---------------------------------|---|---------------|--------|---|
| XLNX<br>COMMON<br>STOCK | 01/23/2012 |  | M | 3,437                           | A | \$ 21.98      | 22,423 | D |
| XLNX<br>COMMON<br>STOCK | 01/23/2012 |  | M | 15,750                          | A | \$ 24.29      | 38,173 | D |
| XLNX<br>COMMON<br>STOCK | 01/23/2012 |  | M | 1,350                           | A | \$ 15.95      | 39,523 | D |
| XLNX<br>COMMON<br>STOCK | 01/23/2012 |  | S | <u>33,928</u><br><u>(1) (2)</u> | D | \$<br>35.6487 | 5,595  | D |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| NQSO<br>(Right to Buy)                     | \$ 26.32   | 01/23/2012                           |  | M                              | 2,000   | 05/10/2006 04/10/2016                                    | XLNX<br>COMMON<br>STOCK                                       | 2,000                      |
| NQSO<br>(Right to Buy)                     | \$ 22.8  | 01/23/2012                           |  | M                              | 9,000   | 08/03/2006 07/03/2016                                    | XLNX<br>COMMON<br>STOCK                                       | 9,000                      |
| NQSO<br>(Right to Buy)                     | \$ 25.22   | 01/23/2012                           |  | M                              | 2,000   | 03/08/2007 02/08/2017                                    | XLNX<br>COMMON<br>STOCK                                       | 2,000                      |
| NQSO<br>(Right to Buy)                     | \$ 26.97   | 01/23/2012                           |  | M                              | 391   | 08/02/2007 07/02/2014                                    | XLNX<br>COMMON<br>STOCK                                       | 391                        |

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|                        |          |            |   |        |            |            |                         |        |
|------------------------|----------|------------|---|--------|------------|------------|-------------------------|--------|
| NQSO<br>(Right to Buy) | \$ 21.98 | 01/23/2012 | M | 3,437  | 03/11/2008 | 02/11/2015 | XLNX<br>COMMON<br>STOCK | 3,437  |
| NQSO<br>(Right to Buy) | \$ 24.29 | 01/23/2012 | M | 15,750 | 08/01/2008 | 07/01/2015 | XLNX<br>COMMON<br>STOCK | 15,750 |
| NQSO<br>(Right to Buy) | \$ 15.95 | 01/23/2012 | M | 1,350  | 02/12/2009 | 01/12/2016 | XLNX<br>COMMON<br>STOCK | 1,350  |

## Reporting Owners

| Reporting Owner Name / Address                           | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| Petrakian Raja<br>2100 LOGIC DRIVE<br>SAN JOSE, CA 95124 |               |           | SVP WW Operations |       |

## Signatures

Raja Petrakian                      01/23/2012  
 \_\_Signature of                      Date  
 Reporting Person

## 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) Price represents weighted average for sales reported. The range of prices for the sales reported is \$35.64 - \$35.6601.
- (2) The reporting person will provide upon request by the commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.