

XILINX INC  
Form 8-K  
February 28, 2007

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

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (date of earliest event reported): **February 28, 2007**

**XILINX, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of

incorporation)

**0-18548**

(Commission File Number)

**77-0188631**

(IRS Employer Identification No.)

**2100 Logic Drive, San Jose, California**

(Address of principal executive offices)

**95124**

(Zip Code)

Registrant's telephone number, including area code: **(408) 559-7778**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events**

On February 28, 2007, Xilinx, Inc. issued a press release announcing that it has priced \$900 million of 3.125% convertible junior subordinated debentures due in 2037. A copy of this press release is furnished as Exhibit 99.1 to this report.

**Item 9.01 Financial Statements and Exhibits:**

**(d) Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release of Xilinx, Inc. dated February 28, 2007 regarding the pricing of \$900 million of convertible junior subordinated debentures.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

XILINX, INC.

Date: February 28, 2007

By:

/s/ Jon A. Olson  
Jon A. Olson  
Senior Vice President, Finance  
and Chief Financial Officer

**EXHIBIT INDEX**

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