Option (right to buy)

Non-

Qualified Stock Option

(right to buy)

\$51.73

04/05/2018

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 

hours per response:

OMB Number: 3235-0287 Estimated average burden

0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

					Oi	Occilo	// JU(	11) 01 1110	, iiivcoiii	iciii C	ompany Act	11540								
1. Name and Address of Reporting Person* SEIF MARGARET K						2. Issuer Name <b>and</b> Ticker or Trading Symbol ANALOG DEVICES INC [ ADI ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Other (specify						
(Last) (First) (Middle) P.O. BOX 9106 ONE TECHNOLOGY WAY						3. Date of Earliest Transaction (Month/Day/Year) 04/05/2018								X Officer (give title Other (specify below) SVP, CLO & Secretary						
						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) NORWOOD MA 02062-9106														X Form filed by One Reporting Person						
															Form Perso	filed by Mo	re thar	n One Repo	orting	
(City)	(S	tate)	(Zip)																	
		Tab	le I - N			_			<del>-</del>	d, Di	sposed o			ially (	Owne	d				
1. Title of	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)				4. Securities Acquired (A Disposed Of (D) (Instr. 3,			d 5)	5. Amount of Securities Beneficially Owned Following Reported		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		Transa	ction(s) 3 and 4)			(111311. 4)	
Comm St	tock - \$.16-	2/3 value		04/05/2018					М		1,000	A	\$19.57		24,517			D		
Comm St	tock - \$.16-	2/3 value		04/05/2018					М		1,000	A	\$39.79		25,517			D		
Comm St	Comm Stock - \$.16-2/3 value							M		2,000	A	\$46.48		2	27,517		D			
Comm Stock - \$.16-2/3 value				04/05/2018				M		1,000	A	\$51.73		28,517			D			
Comm Stock - \$.16-2/3 value				04/05/				M		1,000	A	\$57.29		29,517			D			
Comm Stock - \$.16-2/3 value				04/05/				M		1,000	A	\$54	.93	3	0,517		D			
Comm St	Comm Stock - \$.16-2/3 value				04/05/2018						6,900	D	\$91.8	366 <sup>(2)</sup>	2	3,617		D		
Comm Stock - \$.16-2/3 value 04/0				04/05/	2018	018			S <sup>(1)</sup>		100	D	\$92.3		23,517			D		
		Т	able II								oosed of, convertib				vned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	te Execut		4. Transa Code (	action				Exercion Da	isable and ite	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		8. Pi Deri Seci (Insi	rice of evative urity tr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amoun or Numbe of Shares	er						
Non- Qualified Stock Option (right to buy)	\$19.57	04/05/2018						1,000	01/05/2	010 <sup>(3)</sup>	01/05/2019	Comm Stock - \$.16- 2/3 value	1,000	)	\$0	1,000		D		
Non- Qualified Stock Option (right to buy)	\$39.79	04/05/2018			М			1,000	03/15/2	013 <sup>(4)</sup>	03/15/2022	Comm Stock - \$.16- 2/3 value	1,000	)	\$0	1,000		D		
Non- Qualified Stock Option	\$46.48	04/05/2018			М			2,000	03/12/2	014 <sup>(5)</sup>	03/12/2023	Comm Stock - \$.16- 2/3	2,000	)	\$0	10,860		D		

value

Comm

Stock

- \$.16-2/3

value

1,000

\$<mark>0</mark>

9,548

D

03/12/2024

03/12/2015<sup>(6)</sup>

1,000

M

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	<b>\$</b> 57.29	04/05/2018		M			1,000	03/11/2016 <sup>(7)</sup>	03/11/2025	Comm Stock - \$.16- 2/3 value	1,000	\$0	19,594	D	
Non- Qualified Stock Option (right to buy)	\$54.93	04/05/2018		М			1,000	03/09/2017 <sup>(8)</sup>	03/09/2026	Comm Stock - \$.16- 2/3 value	1,000	\$0	19,369	D	

## **Explanation of Responses:**

- 1. These shares were disposed of in an open market sale pursuant to a 10b5-1 trading plan adopted by the Reporting Person in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.
- 2. These shares were disposed of in multiple transactions on April 5, 2018 at actual sales prices ranging from \$91.280 to \$92.110 per share. The price reported reflects the weighted average sale price for the transactions. The reporting person undertakes to provide upon request by SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- 3. This option vested in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was January 5, 2009.
- 4. This option vested in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was March 15, 2012.
- 5. This option vested in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was March 12, 2013.
- $6. \ This \ option \ vests \ in \ equal \ installments \ on \ the \ first, \ second, \ third, \ fourth \ and \ fifth \ anniversaries \ of \ the \ original \ grant \ date, \ which \ was \ March \ 12, \ 2014.$
- 7. This option vests in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was March 11, 2015.
- 8. This option vests in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was March 9, 2016.

## Remarks:

/s/ Cynthia M. McMakin, Associate General Counsel, by 04/09/2018 Power of Attorney

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.