SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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1. Name and Addre	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol <u>ANALOG DEVICES INC</u> [ADI]		ationship of Reporting Pe all applicable) Director	10% Owner	
(Last) P.O. BOX 9106		(Middle)	- 3. Date of Earliest Transaction (Month/Day/Year) 03/12/2016		Officer (give title below) SVP, Global Opera	Other (specify below) ations & Tech	
ONE TECHNC	LOGY WAY		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	lividual or Joint/Group Filing (Check Applicable		
(Street) NORWOOD (City)	MA (State)	02062-9106 (Zip)		Line) X	Form filed by One Rep Form filed by More the Person		

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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Comm Stock-\$.16-2/3 value	03/12/2016		М		2,975	Α	\$0.0000	9,907	D			
Comm Stock-\$.16-2/3 value	03/14/2016		F		996	D	\$ 55.67	8,911	D			

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. Transa Code (8)			vative urities uired or oosed O) tr. 3, 4	6. Date Exerci Expiration Dat (Month/Day/Ye	e	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				
Restricted Stock Unit (RSU)	\$0.0000	03/12/2016		М			2,975	03/12/2016 ⁽¹⁾	(1)	Comm Stock-\$.16- 2/3 value	2,975	\$0.0000	0.0000	D	

Explanation of Responses:

1. The Restricted Stock Units granted to the reporting person on March 12, 2013 (the "Original Grant Date") vested 100% on the third anniversary of the Original Grant Date. Upon the vesting date, each vested RSU automatically converted into one (1) share of common stock of the Company.

<u>Cynthia M. McMakin,</u> <u>Associate General Counsel, by</u> <u>03/15/2016</u> <u>Power of Attorney</u>

** Signature of Reporting Person Date

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

 \ast 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.