FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| l | OMB APPRO | VAL |
|---|-------------------------|-----------|
| | OMB Number: | 3235-0287 |
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| | hours per response: | 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| Name and Address of Reporting Person* Yung Robert | | | | 2. Issuer Name and Ticker or Trading Symbol ANALOG DEVICES INC [ADI] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | | | |
|---|---|--|---|---|--|---|------|--|-----------------|---|---|---|---|--|-------------------------|--|---------------------------------------|--|
| (Last) | Last) (First) (Middle) | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/12/2013 | | | | | | X | X Officer (give title below) Other (specify below) VP, Corp Dev & Chief Strat Off | | | | | |
| ONE TE | CHNOLOG | GY WAY | | 4 | . If Ame | endment. | Date | of Original Fi | iled (| Month/Da | av/Year) | 6. Inc | dividual or Jo | oint/Group | Filing | (Check App | licable | |
| (Street) NORWOOD MA 02062-9106 | | | 02062-9106 | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | Line) | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
| (City) (State) (Zip) | | | | | | | | | | | | | Person | | | | | |
| | | Та | ıble I - Non-De | erivati | ive Se | ecuritie | es A | cquired, [| Disp | osed o | of, or Ben | eficially | Owned | | | | | |
| Dat | | | | Execution Date /Day/Year) if any | | Execution Date, | | e, Transaction Dispose Code (Instr. | | rities Acquired (A) or ed Of (D) (Instr. 3, 4 an | | Beneficial Owned Fo | lly | Form: | Direct Indirect Etr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | | Code | v | Amount | ount (A) or (D) | | Reported Transaction (Instr. 3 and | ion(s) | | [| | | | |
| | | | Table II - Der (e.g | | | | | quired, Di | | | | | Owned | | | | | |
| 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) | | of E | | 6. Date Exercisable Expiration Date (Month/Day/Year) | | le and | and 7. Title and Amo of Securities Underlying Deri Security (Instr. 3 | | 8. Price of Derivative Security (Instr. 5) | 9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4) | e s Illy | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | |
| | | | | Code | v | (A) | (D) | Date Exercisable | Ex Da | piration ate | Title | Amount or Number of Shares | | | | | | |
| Non- Qualified Stock Option (right to buy) | \$46.48 | 03/12/2013 | | A | | 27,440 | | 03/12/2014 ⁽¹⁾ | 03 | /12/2026 | Comm Stock-\$.16- 2/3 value | 27,440 | \$0.0000 | 27,44 | .0 | D | | |
| Restricted Stock Unit (RSU) | \$0.0000 | 03/12/2013 | | A | | 4,760 | | 03/12/2016 ⁽²⁾ | | (2) | Comm Stock-\$.16- 2/3 value | 4,760 | \$0.0000 | 4,760 | 0 | D | | |

Explanation of Responses:

- 1. This option vests in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was March 12, 2013.
- 2. The Restricted Stock Units granted to the reporting person on March 12, 2013 (the "Original Grant Date") vest 100% on the third anniversary of the Original Grant Date. Upon the vesting date, each vested RSU shall automatically convert into one (1) share of common stock of the Company.

Kevin P. Lanouette, Assistant General Counsel, by Power of

03/14/2013

Attorney

** Signature of Reporting Person Date

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

- * 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.