

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>SEIF MARGARET K</u> _____ (Last) (First) (Middle) <u>P.O. BOX 9106</u> <u>ONE TECHNOLOGY WAY</u> _____ (Street) <u>NORWOOD MA 02062-9106</u> _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>ANALOG DEVICES INC [ADI]</u> _____ 3. Date of Earliest Transaction (Month/Day/Year) <u>01/15/2014</u> _____ 4. If Amendment, Date of Original Filed (Month/Day/Year)			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP, General Counsel, Secretary</u>		
			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting 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 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			
Comm Stock-\$.16-2/3 value	01/15/2014		M		1,000	A	\$39.79	11,368	D	
Comm Stock-\$.16-2/3 value	01/15/2014		M		1,000	A	\$37.52	12,368	D	
Comm Stock-\$.16-2/3 value	01/15/2014		M		1,000	A	\$31.62	13,368	D	
Comm Stock-\$.16-2/3 value	01/15/2014		M		1,000	A	\$19.57	14,368	D	
Comm Stock-\$.16-2/3 value	01/15/2014		S ⁽¹⁾		4,000	D	\$49.75	10,368	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. 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
Non-Qualified Stock Option (right to buy)	\$37.52	01/15/2014		M		1,000		01/04/2012 ⁽²⁾	01/04/2021	Comm Stock-\$.16-2/3 value	1,000	\$0.0000	18,848	D	
Non-Qualified Stock Option (right to buy)	\$19.57	01/15/2014		M		1,000		01/05/2010 ⁽³⁾	01/05/2019	Comm Stock-\$.16-2/3 value	1,000	\$0.0000	21,000	D	
Non-Qualified Stock Option (right to buy)	\$31.62	01/15/2014		M		1,000		01/05/2011 ⁽⁴⁾	01/05/2020	Comm Stock-\$.16-2/3 value	1,000	\$0.0000	11,000	D	
Non-Qualified Stock Option (right to buy)	\$39.79	01/15/2014		M		1,000		03/15/2013 ⁽⁵⁾	03/15/2022	Comm Stock-\$.16-2/3 value	1,000	\$0.0000	30,940	D	

Explanation of Responses:

- 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.
- This option vests in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was January 4, 2011.
- 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.
- This option vests in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was January 5, 2010.
- This option vests in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was March 15, 2012.

Kevin P. Lanouette, Assistant General Counsel, by Power of 01/16/2014

[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.