

Part II Organizational Action *(continued)*

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ [See attachment.](#)

Horizontal lines for providing the applicable Internal Revenue Code section(s) and subsection(s).

18 Can any resulting loss be recognized? ▶ [See attachment.](#)

Horizontal lines for providing information regarding the recognition of a resulting loss.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ [See attachment.](#)

Horizontal lines for providing any other information necessary to implement the adjustment.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here Signature ▶  Date ▶ 09/02/2021

Print your name ▶ Prashanth Mahendra-Rajah Title ▶ Senior Vice President, Finance & CFO

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.

Maxim Integrated Products, Inc.
(By acquiring entity: Analog Devices, Inc.)
EIN: 94-2896096

ATTACHMENT TO IRS FORM 8937 – PART II
REPORT OF ORGANIZATIONAL ACTIONS AFFECTING BASIS OF SECURITIES

CONSULT YOUR TAX ADVISOR

The information contained herein is being provided pursuant to the requirements of Section 6045B of the Internal Revenue Code of 1986, as amended (the “Code”). This attachment includes a general summary regarding the application of certain U.S. federal income tax laws and regulations relating to the effects of the Merger (as defined below) on the tax basis of shares of common stock of Analog Devices, Inc. (“Analog”) received in the Merger in exchange for shares of common stock of Maxim Integrated Products, Inc. (“Maxim”). The information contained herein does not constitute tax advice and does not purport to be complete or to describe the consequences that may apply to particular categories of stockholders. Neither Analog nor Maxim provides tax advice to its stockholders. The example provided below is illustrative and is being provided pursuant to Section 6045B of the Code and as a convenience to stockholders and their tax advisers when establishing their specific tax positions. You are urged to consult your own tax advisors regarding the particular consequences of the Merger to you, including the applicability and effect of all U.S. federal, state and local tax laws and foreign tax laws. Please read the joint proxy statement/prospectus, dated September 2, 2020, that was filed with the Securities and Exchange Commission (the “SEC”), noting especially the discussion therein under the heading “Material U.S. Federal Income Tax Consequences of the Merger.” You may access the joint proxy statement/prospectus at www.sec.gov.

Line 14. Describe the organizational action and, if applicable, the date of the action or the date against which the shareholders’ ownership is measured from the action.

On August 26, 2021, pursuant to the terms and conditions of the Agreement and Plan of Merger, dated July 12, 2020, by and among Analog, Magneto Corp., a wholly-owned subsidiary of Analog (“Acquisition Sub”), and Maxim, Acquisition Sub merged with and into Maxim, with Maxim continuing as the surviving corporation and a wholly-owned subsidiary of Analog (the “Merger”).

Each share of Maxim common stock issued and outstanding immediately prior to the effective time of the Merger (other than shares held in Maxim’s treasury or held directly by Analog or Acquisition Sub, which were cancelled and ceased to exist and no consideration was paid or payable in respect thereof) was converted into the right to receive, without interest, 0.6300 fully paid and non-assessable shares of Analog common stock. No fractional shares of Analog common stock were issued in the Merger. Instead, Maxim stockholders received cash in lieu of fractional shares of Analog common stock. The Merger is intended to qualify as a “reorganization” within the meaning of Section 368(a) of the Code.

Line 15. Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis.

Assuming the Merger qualifies as a “reorganization” within the meaning of Section 368(a) of the Code, Maxim stockholders who exchange their shares of Maxim common stock for shares of Analog common stock generally will not recognize any gain or loss for U.S. federal income tax purposes, except with respect to cash, if any, received in lieu of fractional shares of Analog common stock.

Each Maxim stockholder’s aggregate tax basis in the shares of Analog common stock received in the Merger (including any fractional share of Analog common stock for which cash was received) will equal such Maxim stockholder’s aggregate adjusted tax basis in the shares of Maxim common stock surrendered in the Merger. If a Maxim stockholder held different blocks of Maxim common stock (i.e., shares acquired at different times or different prices) at the time of the Merger, such stockholder should consult its own tax advisor with respect to the determination of the tax bases of particular shares of Analog common stock received in the Merger.

A Maxim stockholder who receives cash in lieu of a fractional share of Analog common stock generally will recognize capital gain or loss equal to the difference between the amount of cash received and the tax basis in such fractional share, determined as described above.

Line 16. Describe the calculation of the change in basis and the data that supports the calculation, such as the market value of securities and the valuation date.

The aggregate tax basis of the Analog common stock received in the Merger (including any fractional share interests in Analog common stock deemed received) will equal the aggregate adjusted tax basis in the shares of Maxim common stock exchanged.

Line 17. List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.

Section 354, Section 358, Section 368(a), Section 1001 and Section 1223.

Line 18. Can any resulting loss be recognized?

Maxim stockholders generally may not recognize any loss for U.S. federal income tax purposes as a result of the Merger, except with respect to cash, if any, received in lieu of fractional shares of Analog common stock.

Line 19. Provide any other information necessary to implement the adjustment, such as the reportable tax year.

The Merger was effective on August 26, 2021. For a Maxim stockholder whose taxable year is the calendar year, the reportable tax year is 2021.