FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

		ANALOG DEVICES INC [ADI] (Check all applicable) Director X Officer (give title Other (specify below) Director Director Director VP, WORLDWIDE SALES OGY WAY 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line)							
1. Name and Addres	ress of Reporting Person* NCENT		,	(Check	10% Owner				
(Last) PO BOX 9106 THREE TECHN	(First)	(Middle)	` ' '	X	below)	below)			
(Street) NORWOOD MA 020629106 (City) (State) (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year)	, ,,					

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)	cution Date, Transaction Code (Instr. 3, 4 and			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	Transaction(s) (Instr. 3 and 4)		(111501.4)		
Comm Stock-\$.16-2/3 value	03/15/2007		M		20,000	A	\$19.89	20,100	D			
Comm Stock-\$.16-2/3 value	03/15/2007		S		9,000	D	\$35.2	11,100	D			
Comm Stock-\$.16-2/3 value	03/15/2007		S		3,879	D	\$35.21	7,221	D			
Comm Stock-\$.16-2/3 value	03/15/2007		S		2,127	D	\$35.22	5,094	D			
Comm Stock-\$.16-2/3 value	03/15/2007		S		2,494	D	\$35.23	2,600	D			
Comm Stock-\$.16-2/3 value	03/15/2007		S		2,400	D	\$35.24	200	D			
Comm Stock-\$.16-2/3 value	03/15/2007		S		100	D	\$35.25	100	D			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3A. Deemed 4. | 5. Number | 6. Date Exercisable and | 7. Title and Amount | 8. Price of | 9. Number of | 10.

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)				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)	\$19.89	03/15/2007		М			20,000	09/24/2004 ⁽¹⁾	09/24/2012	Comm Stock-\$.16- 2/3 value	20,000	\$0	60,000	D	
Non- Qualified Stock Option (right to buy)	\$28.75							11/30/2002 ⁽²⁾	12/30/2009	Comm Stock-\$.16- 2/3 value	55,000		55,000	D	
Non- Qualified Stock Option (right to buy)	\$44.5							11/10/2003 ⁽²⁾	12/10/2010	Comm Stock-\$.16- 2/3 value	40,000		40,000	D	
Non- Qualified Stock Option (right to buy)	\$32.78							04/02/2004 ⁽²⁾	04/02/2011	Comm Stock-\$.16- 2/3 value	30,000		30,000	D	
Non- Qualified Stock Option (right to buy)	\$45.9							06/01/2003 ⁽³⁾	06/01/2011	Comm Stock-\$.16- 2/3 value	534		534	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)	rivative Conversion Date Execution D curity or Exercise (Month/Day/Year) if any		3A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		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)	\$39.06							07/18/2002 ⁽⁴⁾	07/18/2011	Comm Stock-\$.16- 2/3 value	3,672		3,672	D	
Non- Qualified Stock Option (right to buy)	\$41.05							01/22/2005 ⁽²⁾	01/22/2012	Comm Stock-\$.16- 2/3 value	60,000		60,000	D	
Non- Qualified Stock Option (right to buy)	\$36.62							05/31/2004 ⁽³⁾	05/31/2012	Comm Stock-\$.16- 2/3 value	669		669	D	
Non- Qualified Stock Option (right to buy)	\$37.38							06/02/2005 ⁽³⁾	06/02/2013	Comm Stock-\$.16- 2/3 value	656		656	D	
Non- Qualified Stock Option (right to buy)	\$45.27							12/10/2006 ⁽²⁾	12/10/2013	Comm Stock-\$.16- 2/3 value	65,000		65,000	D	
Non- Qualified Stock Option (right to buy)	\$48.41							06/01/2006 ⁽³⁾	06/01/2014	Comm Stock-\$.16- 2/3 value	517		517	D	
Non- Qualified Stock Option (right to buy)	\$37.7							12/07/2007 ⁽²⁾	12/07/2014	Comm Stock-\$.16- 2/3 value	65,000		65,000	D	
Non- Qualified Stock Option (right to buy)	\$37.04							07/30/2005 ⁽⁵⁾	06/01/2015	Comm Stock-\$.16- 2/3 value	675		675	D	
Non- Qualified Stock Option (right to buy)	\$39.44							12/06/2006 ⁽⁶⁾	12/06/2015	Comm Stock-\$.16- 2/3 value	50,000		50,000	D	
Non- Qualified Stock Option (right to	\$33.41							01/04/2008 ⁽⁶⁾	01/04/2017	Comm Stock-\$.16- 2/3 value	50,000		50,000	D	

Explanation of Responses:

- 1. This is a vesting schedule. 25% vests two, three, four and five years from grant date.
- 2. This is a vesting schedule. 33.33% vests three, four and five years from grant date.
- 3. This is a vesting schedule. 100% vests two years from grant date.
- 4. This is a vesting schedule. 50% vests one and two years from grant date.
- 5. This is a vesting schedule. 100% vests on 7/30/05.
- 6. This is a vesting schedule. 20% vests one, two, three, four and five years from grant date.

By: WILLIAM A. MARTIN, Attny In Fact

03/16/2007

** 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.