FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
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0.5

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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

1. Name and Address of Reporting Person* <u>FULLER SAMUEL H</u>					2. Issuer Name and Ticker or Trading Symbol ANALOG DEVICES INC [ ADI ]									(Che	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Other (specify					
(Last) P.O. BOX	X 9106	,	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 01/05/2013									X	below)			below)	' '	
ONE TECHNOLOGY WAY  (Street)  NORWOOD MA 02062-9106  (City) (State) (Zip)					4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	Individual or Joint/Group Filing (Check Applicable Line)      X Form filed by One Reporting Person     Form filed by More than One Reporting Person						
		Ta	ble I - Noi	n-Derivat	ive Se	ecuri	ties A	cqui	ired, [	Disp	posed	of, or	Ben	eficially	Owned					
Da			Date			2A. Deemed Execution Date, if any (Month/Day/Year		Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		(A) or 3, 4 and 5	Beneficia Owned F	s ally ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
									Code	v	Amount	t (A) or (D)		Price	Transact	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Comm Stock-\$.16-2/3 value 01/05/2013 M						18,00	00	A	\$0.000	23,	040		D							
Comm St	ock-\$.16-2	/3 value		01/07/20	)13				F		5,86	2	D	\$42.65	17,	17,178		D		
			Table II -	Derivativ (e.g., put											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 D if any (Month/Day/	Date, Trans	Transaction Code (Instr.		of I		ate Exer iration D nth/Day/	ate	of Sec Under		. Title and Amount of Securities Inderlying Derivative security (Instr. 3 and )		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	Owr Forr Dire or Ir (I) (I	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	· v	(A)	(D)	Date Exer	e rcisable		opiration	Title		Amount or Number of Shares						
Restricted Stock Unit	(1)	01/05/2013		М			18,000		(2)		(2)	Cor Stock-	\$.16-	18,000	\$0.0000	0.000	0	D		

## **Explanation of Responses:**

- 1. Upon the vesting date, each vested RSU shall automatically convert into one (1) share of common stock of the Company. Notwithstanding, the Company may elect, in its sole discretion, to deliver cash in lieu of each share of common stock, in an amount equal to the closing price of the common stock on the vesting date.
- 2. The Restricted Stock Units granted to the reporting person on January 5, 2010 (the "Original Grant Date") vested 100% on the third anniversary of the Original Grant Date.

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

01/08/2013

**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.