SEC Form	1 4 FORM 4			STA	TES	SF	CURIT	rif?	S ANI		ХСНАМ	GE C	оммі	SSION					
								ton, D.C						0	ОМВ	APPRO	VAL		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).						uant to	Section : 30(h) of	16(a)	of the Se	ecuritie	CMB Number: 3235-0287 Estimated average burden hours per response: 0.5								
1. Name and Address of Reporting Person [*] Hassett Joseph					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 Officer (cive title Other (specify					
(Last) (First) (Middle) P.O. BOX 9106 ONE TECHNOLOGY WAY					3. Date of Earliest Transaction (Month/Day/Year) 03/11/2020									X Officer (give title Other (specify below) below) SVP, Global Operations & Tech					
(Street) NORWOOD MA 02062-9106				4. lf /									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						
		Table	e I - Non-D	eriva	ative	Sec	urities	Acq	uired,	Disp				y Owned					
1. Title of Security (Instr. 3) 2. Transa Date (Month/E				Execution D			ate,		Transaction Disposed O Code (Instr. 5)				5. Amour Securitie Beneficia Owned F Reported	es Form ally (D) o following (I) (Ir		Direct I Indirect I str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	(A) or (D)	Price	Transacti	nsaction(s) tr. 3 and 4)				
		Ta	able II - De (e.g								osed of, o onvertible			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 Da if any (Month/Day/Y	ite,	4. Transa Code (8)				Expiration ve (Month/Da es d ed nstr.		te	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e S Ily I	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	t (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amount or Number of Shares						
Non- Qualified Stock Option (right to buy)	\$94.41	03/11/2020			A		24,232		03/15/20	021 ⁽¹⁾	03/11/2030	Comm Stock - \$.16- 2/3 value	24,232	\$0	24,232	2	D		
												Comm							
Restricted Stock Unit (RSU)	\$0.0	03/11/2020			Α		4,927		03/15/20	021 ⁽²⁾	(2)	Stock - \$.16- 2/3 value	4,927	\$0	4,927	,	D		
Stock Unit	\$0.0 \$0.0 ⁽³⁾	03/11/2020 03/11/2020			A	v	4,927		03/15/20		(2)	Stock - \$.16- 2/3	4,927 4,927	\$0 \$0	4,927 4,927		D		
Stock Unit (RSU) Performance- Based Restricted						v				023(4)		Stock - \$.16- 2/3 value Comm Stock - \$.16- 2/3				,			

Explanation of Responses:

1. This option vests in equal installments on the first, second, third and fourth anniversaries of March 15, 2020.

2. The Restricted Stock Units granted to the Reporting Person on March 11, 2020 vest in equal installments on the first, second, third and fourth anniversaries of March 15, 2020. Upon each vesting date, each vested RSU shall automatically convert into one (1) share of common stock of the Company.

3. Each Performance-Based Restricted Stock Unit (RSU) represents the right to receive, following vesting, up to 200% of one share of common stock of the Company. The resulting number of shares of common stock of the Company acquired upon vesting of the Performance-Based RSUs is contingent upon the achievement of pre-established performance parameters relating to the Company's relative total shareholder return (TSR) performance against the median TSR of a defined comparator group of companies, as approved by the Company's Compensation Committee, over a three-year performance period beginning on the grant date and ending on the third anniversary of the grant date.

4. Unless earlier forfeited under the terms of the Performance-Based RSU, each Performance-Based RSU vests and converts into no more than 200% of one share of common stock of the Company three years and 14 days after the grant date.

5. Each Performance-Based RSU represents the right to receive, following vesting, up to 200% of one share of common stock of the Company. The resulting number of shares of common stock of the Company acquired upon vesting of the Performance-Based RSUs is contingent upon the achievement of pre-established performance parameters relating to the Company's financial performance, as approved by the Company's Compensation Committee, over a one-year performance period, two-year cumulative performance period and three-year cumulative performance period, and vesting on the third anniversary of March 15, 2020.

6. Unless earlier forfeited under the terms of the Performance-Based RSU, each Performance-Based RSU vests and converts into no more than 200% of one share of common stock of the Company on the third anniversary of March 15, 2020.

Remarks:

<u>/s/ Kevin P. Lanouette,</u> <u>Assistant General Counsel, by</u> 03/1 <u>Power of Attorney</u>

03/13/2020

** 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.