

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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* <b>ROCHE VINCENT</b>  (Last) (First) (Middle)  <b>P.O. BOX 9106</b> <b>ONE TECHNOLOGY WAY</b>  (Street) <b>NORWOOD MA 02062-9106</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>ANALOG DEVICES INC [ ADI ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  <b>President &amp; CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>03/12/2013</b>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) <b>03/14/2013</b>	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			

**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	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$46.48	03/12/2013		A		144,000 <sup>(1)</sup>		03/12/2014	03/12/2023	Comm Stock-\$.16-2/3 value	144,000 <sup>(1)</sup>	\$0.0000	144,000 <sup>(1)</sup>	D	
Restricted Stock Unit (RSU)	\$0.0000	03/12/2013		A		36,000 <sup>(2)</sup>		03/12/2016	(2)	Comm Stock-\$.16-2/3 value	36,000 <sup>(2)</sup>	\$0.0000	36,000 <sup>(2)</sup>	D	

**Explanation of Responses:**

- On March 14, 2013, a Form 4 was filed incorrectly reporting the grant of an option to the reporting person to purchase 144,000 shares of common stock that did not in fact occur. This Form 4/A is being filed to correct the March 14, 2013 filing. No option grant occurred on such date.
- On March 14, 2013, a Form 4 was filed incorrectly reporting the grant of Restricted Stock Units ("RSUs") to the reporting person covering 36,000 shares of common stock that did not in fact occur. This Form 4/A is being filed to correct the March 14, 2013 filing. No RSU grant occurred on such date.

Kevin P. Lanouette, Assistant General Counsel, by Power of Attorney 10/04/2013

\*\* 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.