Non-Qualified Stock Option (right to buy)

\$41.05

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

theck this box if no longer subject to tection 16. Form 4 or Form 5 bligations may continue. See hstruction 1(b).
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

U obligat	n 16. Form 4 or ions may contii tion 1(b).			File					6(a) of the Seneration					4			ated av per res	erage burder sponse:	0.5		
1. Name and Address of Reporting Person* DOYLE JOHN L						or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol <u>ANALOG DEVICES INC</u> [ ADI ]									Relationship o leck all applic X Director	able)	eporting Person(s) to Issuer e) 10% Owner				
(Last) (First) (Middle) PO BOX 9106						3. Date of Earliest Transaction (Month/Day/Year) 12/06/2005									Officer below)	(give title		Other (s below)	specify		
THREE TECHNOLOGY WAY					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable						
(Street) NORWOOD MA 020629106						· · · · · · · · · · · · · · · · · · ·									Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(S	state)																			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1. Title of Security (Instr. 3)       2. Transaction       2A. Deemed       3.       4. Securities Acquired (A) or       5. Amount of       6. Ownership       7. Nature of																					
1. Title of Security (Instr. 3) 2. Transa Date (Month/L							Execution if any	2A. Deemed Execution Date, f any Month/Day/Year)				rities Acquired (A) o ed Of (D) (Instr. 3, 4 a					Form: ly (D) or		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	Amount (A) or (D)		Price	Transacti	Transaction(s) (Instr. 3 and 4)					
Comm St	ock-\$.16-2	/3 value											12,	2,028		D					
			Table II - I (						quired, Di ts, option						Owned						
1. Title of Derivative Security (Instr. 3)	ve Conversion Date Execution Da v or Exercise (Month/Day/Year) if any		Code (Instr.			of Ex		Expiration D	Date Exercisable and ppiration Date lonth/Day/Year)			7. Title and Amou of Securities Underlying Deriv: Security (Instr. 3 : 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Co	de	v	(A)	(D)	Date Exercisable		Expiration Date	Title		Amount or Number of Shares							
Non- Qualified Stock Option (right to buy)	\$39.44	12/06/2005		I	A		15,000		12/06/2006 <sup>(1</sup>	<sup>1)</sup> 1	.2/06/2015	Stocl	omm k-\$.16- value	15,000	\$0	15,00	00	D			
Non- Qualified Stock Option (right to buy)	\$14.97								12/07/1998 <sup>(1</sup>	1) 1	.2/07/2007	Stock	omm k-\$.16- value	21,000		21,00	00	D			
Non- Qualified Stock Option (right to buy)	\$14.34								12/07/1999 <sup>(1</sup>	1) 1	.2/07/2008	Stock	omm k-\$.16- value	21,000		21,000		D			
Non- Qualified Stock Option (right to buy)	\$36.4								12/07/2000 <sup>(1</sup>	1) 1	.2/07/2009	Stocl	omm k-\$.16- value	21,000		21,00	00	D			
Non- Qualified Stock Option (right to buy)	\$44.5								11/10/2001 <sup>(1</sup>	.) 1	1/10/2010	Stocl	omm k-\$.16- value	25,000		25,00	00	D			
Non- Qualified Stock Option (right to buy)	\$39.06								07/18/2002 <sup>(2</sup>	<sup>2)</sup>	07/18/2011	Stocl	omm k-\$.16- value	300		300		D			

01/22/2003<sup>(1)</sup> 01/22/2012 Comm Stock-\$.16-2/3 value

20,000

20,000

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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution Date, Transac				6. Date Exerci Expiration Dat (Month/Day/Ye	te	7. Title and of Securities Underlying Security (Ins 4)	s Derivative	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							09/24/2003 <sup>(1)</sup>	09/24/2012	Comm Stock-\$.16- 2/3 value	20,000		20,000	D	
Non- Qualified Stock Option (right to buy)	\$45.27							12/10/2004 <sup>(1)</sup>	12/10/2013	Comm Stock-\$.16- 2/3 value	18,000		18,000	D	
Non- Qualified Stock Option (right to buy)	\$37.7							12/07/2005 <sup>(1)</sup>	12/07/2014	Comm Stock-\$.16- 2/3 value	18,000		18,000	D	

Explanation of Responses:

1. This is a vesting schedule. 33.33% vests one, two & three years from grant date.

2. This is a vesting schedule. 50% vests one and two years from grant date.

By: WILLIAM A. MARTIN,

Attny In Fact

12/06/2005

Date

\*\* Signature of Reporting Person

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.

## LIMITED POWER OF ATTORNEY FOR SECTION 16 REPORTING OBLIGATIONS

Know all by these presents, that the undersigned hereby makes, constitutes and appoints each of Jennifer Baptiste, William A. Martin, Joseph E. McDonough, Francis Sarro and William A. Wise, signing singly and each acting individually, as the undersigned's true and lawful attorney-in-fact with full power and authority as hereinafter described to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Analog Devices, Inc. (the "Company"), Forms 3, 4, and 5 (including any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder (the "Exchange Act");

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to prepare, complete and execute any such Form 3, 4, or 5, prepare, complete and execute any amendment or amendments thereto, and timely deliver and file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority;

(3) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information regarding transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to such attorney-in-fact and approves and ratifies any such release of information; and

(4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming nor relieving, nor is the Company assuming nor relieving, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act. The undersigned acknowledges that neither the Company nor the foregoing attorneys-in-fact assume (i) any liability for the undersigned's responsibility to comply with the requirement of the Exchange Act, (ii) any liability of the undersigned for any failure to comply with such requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 25th day of October, 2004.

John L. Doyle