## SEC Form 4

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# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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	Name and Addres	1 0	'erson <sup>*</sup>	2. Issuer Name and Ticker or Trading Symbol ANALOG DEVICES INC [ ADI ]		ationship of Reporting Pe k all applicable) Director	rson(s) to Issuer 10% Owner	
P.	ast) .O. BOX 9106 DNE TECHNOI	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)     08/23/2013	X	Officer (give title below) VP, General Couns	Other (specify below) asel, Secretary	
N 	treet) IORWOOD	MA (State)	02062-9106 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filir Form filed by One Rep Form filed by More that Person	porting 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)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount (A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Comm Stock-\$.16-2/3 value	08/23/2013		М		2,000	A	\$29.91	7,352	D	
Comm Stock-\$.16-2/3 value	08/23/2013		М		1,180	A	\$39.79	8,532	D	
Comm Stock-\$.16-2/3 value	08/23/2013		S		1,180	D	\$49.39 <sup>(1)</sup>	7,352	D	
Comm Stock-\$.16-2/3 value	08/23/2013		S		2,000	D	\$49.393(2)	5,352	D	
Comm Stock-\$.16-2/3 value	08/26/2013		М		3,000	A	\$29.91	8,352	D	
Comm Stock-\$.16-2/3 value	08/26/2013		М		1,180	A	\$39.79	9,532	D	
Comm Stock-\$.16-2/3 value	08/26/2013		S		1,180	D	\$47.5	8,352	D	
Comm Stock-\$.16-2/3 value	08/26/2013		S		3,000	D	\$47.5	5,352	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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of Deri Sec Acq (A) ( Disp of (I	oosed D) tr. 3, 4	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)	\$29.91	08/23/2013		М			2,000	01/03/2009 <sup>(3)</sup>	01/03/2018	Comm Stock-\$.16- 2/3 value	2,000	\$0.0000	9,000	D	
Non- Qualified Stock Option (right to buy)	\$39.79	08/23/2013		М			1,180	03/15/2013 <sup>(4)</sup>	03/15/2022	Comm Stock-\$.16- 2/3 value	1,180	\$0.0000	35,620	D	
Non- Qualified Stock Option (right to buy)	\$29.91	08/26/2013		М			3,000	01/03/2009 <sup>(3)</sup>	01/03/2018	Comm Stock-\$.16- 2/3 value	3,000	\$0.0000	6,000	D	
Non- Qualified Stock Option (right to buy)	\$39.79	08/26/2013		М			1,180	03/15/2013 <sup>(4)</sup>	03/15/2022	Comm Stock-\$.16- 2/3 value	1,180	\$0.0000	34,440	D	

#### **Explanation of Responses:**

1. These shares were disposed of in multiple transactions on August 23, 2013 at actual sales prices ranging from \$47.390 to \$47.395 per share. The price reported reflects the weighted average sale price for the transactions. The reporting person undertakes to provide upon request by SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price. 2. These shares were disposed of in multiple transactions on August 23, 2013 at actual sales prices ranging from \$47.390 to \$47.400 per share. The price reported reflects the weighted average sale price for the transactions. The reporting person undertakes to provide upon request by SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price. 3. This option vested in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was January 3, 2008.

4. This option vests in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was March 15, 2012.

Kevin P. Lanouette, Assistant

**Attorney** 

General Counsel, by Power of 08/27/2013

\*\* 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.