

ANALOG DEVICES INC

Reported by
WYNNE EILEEN

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/20/17 for the Period Ending 04/18/17

Address	ONE TECHNOLOGY WAY NORWOOD, MA 02062
Telephone	7813294700
CIK	0000006281
Symbol	ADI
SIC Code	3674 - Semiconductors and Related Devices
Industry	Semiconductors
Sector	Technology
Fiscal Year	10/31

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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Form 5 obligations may
continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Wynne Eileen			ANALOG DEVICES INC [ADI]			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) VP, CAO & Interim CFO		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
P.O. BOX 9106, ONE TECHNOLOGY WAY			4/18/2017					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
NORWOOD, MA 02062-9106						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			
Comm Stock - \$.16-2/3 value	4/18/2017		M		736	A	\$39.79	3305	D	
Comm Stock - \$.16-2/3 value	4/18/2017		M		1166	A	\$46.48	4471	D	
Comm Stock - \$.16-2/3 value	4/18/2017		M		1470	A	\$51.73	5941	D	
Comm Stock - \$.16-2/3 value	4/18/2017		M		1300	A	\$57.29	7241	D	
Comm Stock - \$.16-2/3 value	4/18/2017		M		1273	A	\$54.93	8514	D	
Comm Stock - \$.16-2/3 value	4/18/2017		S (L)		5945	D	\$75.96	2569	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: 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)	\$39.79	4/18/2017		M		736		3/15/2013 (2)	3/15/2022	Comm Stock - \$.16-2/3 value	736.0	\$0	0	D	
Non-Qualified Stock Option (right to buy)	\$46.48	4/18/2017		M		1166		3/12/2014 (3)	3/12/2023	Comm Stock - \$.16-2/3 value	1166.0	\$0	1166	D	
Non-Qualified Stock Option (right to buy)	\$51.73	4/18/2017		M		1470		3/12/2015 (4)	3/12/2024	Comm Stock - \$.16-2/3 value	1470.0	\$0	2940	D	
Non-Qualified Stock Option (right to buy)	\$57.29	4/18/2017		M		1300		3/11/2016 (5)	3/11/2025	Comm Stock - \$.16-2/3 value	1300.0	\$0	3900	D	
Non-Qualified Stock Option (right to buy)	\$54.93	4/18/2017		M		1273		3/9/2017 (6)	3/9/2026	Comm Stock - \$.16-2/3 value	1273.0	\$0	5093	D	

Explanation of Responses:

- These shares were disposed of in an open market sale pursuant to a 10b5-1 trading plan adopted by the Reporting Person in accordance with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended.
- This option vested in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was March 15, 2012.
- This option vests in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was March 12, 2013.
- This option vests in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was March 12, 2014.
- This option vests in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was March 11, 2015.
- This option vests in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was March 9, 2016.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wynne Eileen P.O. BOX 9106 ONE TECHNOLOGY WAY NORWOOD, MA 02062-9106			VP, CAO & Interim CFO	

Signatures

/s/ Cynthia M. McMakin, Associate General Counsel, by Power of Attorney

4/20/2017

—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.

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