

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

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

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

1. Name and Address of Reporting Person* <u>ROCHE VINCENT</u>			2. Issuer Name and Ticker or Trading Symbol <u>ANALOG DEVICES INC [ADI]</u>			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) Chair & CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>12/11/2023</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
<u>ONE ANALOG WAY</u>			4. If Amendment, Date of Original Filed (Month/Day/Year) <u>12/12/2023</u>					
(Street)	<u>WILMINGTON MA 01887</u>		Rule 10b5-1(c) Transaction Indication <input checked="" type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.					
(City)	(State)	(Zip)						

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				
Comm Stock - \$.16-2/3 value	12/11/2023		M		30,000	A	\$83.48	45,713	D		
Comm Stock - \$.16-2/3 value	12/11/2023		S		30,000 ⁽¹⁾	D	\$185.65	15,713	D		
Comm Stock-\$.16-2/3 value								55,000	I ⁽²⁾	Vincent Roche 2023 Grantor Retained Annuity Trust	

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
Performance-Based Restricted Stock Unit	\$0	12/11/2023		A		19,361		03/15/2024	(3)	Comm Stock - \$.16-2/3 value	19,361	\$0	38,722	D	
Non-Qualified Stock Option (right to buy)	\$83.48	12/11/2023		M		30,000		03/08/2018 ⁽⁴⁾	03/08/2027	Comm Stock - \$.16-2/3 value	30,000	\$83.48	50,000	D	

Explanation of Responses:

- These shares were sold pursuant to a 10b5-1 plan adopted by the Reporting Person on April 6, 2023.
- Shares held by the Vincent Roche 2023 Grantor Retained Annuity Trust dated August 25, 2023.
- Represents shares of common stock of the Issuer to be issued to the Reporting Person on March 15, 2024 (the "Vesting Date"), subject to the Reporting Person's continued service through the Vesting Date, as a result of the certification by the Issuer's Compensation and Talent Committee on December 11, 2023 of the achievement, at 200% of the target established, of pre-established performance parameters relating to the Issuer's financial performance with respect to the performance-based restricted stock units granted to the Reporting Person on March 10, 2021.
- This option vested in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was March 8, 2017.

Remarks:

The original Form 4 inadvertently did not check the box to indicate that certain reported transactions were made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). This Form 4/A is being filed solely to check such box.

/s/ Shelly Shaw, General Counsel, by Power of Attorney 12/13/2023

** 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.