П

(City)

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).

(State)

(Zip)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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Instruction 1((ມ).	F	ned pursuant to Section 16(a) of the Securities Exchange Act of 1	934	1				
			or Section 30(h) of the Investment Company Act of 1940						
1	dress of Reporting I		2. Issuer Name and Ticker or Trading Symbol <u>ANALOG DEVICES INC</u> [ADI]		tionship of Reporting Pe all applicable) Director	10% Owner			
(Last) P.O. BOX 910		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/13/2019		Officer (give title below)	Other (specify below)			
ONE TECHNOLOGY WAY			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	6. Individual or Joint/Group Filing (Check Ap Line)				
(Street)				X	Form filed by One Re	porting Person			
NORWOOD	MA	02062-9106	_		Form filed by More th Person	an One Reporting			

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.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Comm Stock - \$.16-2/3 value	03/13/2019		М		2,155	Α	\$ <mark>0</mark>	22,395	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)		5. Num Deriva Securi Acquir or Dis of (D) 3, 4 an	tive ties ed (A) bosed Instr.	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	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		Transaction(s) (Instr. 4)		
Restricted Stock Unit (RSU)	\$0.0	03/13/2019		А		2,035		(1)	(1)	Comm Stock - \$.16- 2/3 value	2,035	\$0	2,035	D	
Restricted Stock Unit (RSU)	\$0.0	03/13/2019		М			2,155	03/13/2019 ⁽²⁾	(2)	Comm Stock - \$.16- 2/3 value	2,155	\$0	0	D	

Explanation of Responses:

1. This RSU vests 100.00% on the earlier of the date of the Company's next Annual Meeting of Shareholders, or March 13, 2020. Upon the vesting date, each vested RSU shall automatically convert into one (1) share of common stock of the Company.

2. In accordance with the terms of the grant, this RSU vested 100.00% on March 13, 2019, the date of the Company's 2019 Annual Meeting of Shareholders. Upon the vesting date, each vested RSU automatically converted into one (1) share of common stock of the Company.

Remarks:

/s/ Cynthia McMakin, Assistant

03/14/2019 General Counsel, by Power of <u>Attorney</u>

** 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.