

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

ANALOG DEVICES INC

CIK: **6281** | IRS No.: **042348234** | State of Incorpor.: **MA** | Fiscal Year End: **1205**
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SIC: **3674** Semiconductors & related devices

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 4, 2007

Analog Devices, Inc.

(Exact name of registrant as specified in its charter)

Massachusetts

1-7819

04-2348234

(State or other
jurisdiction
of incorporation

(Commission
File Number)

(IRS Employer
Identification No.)

One Technology Way, Norwood, MA

02062

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (781) 329-4700

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

Departure of Directors

On December 4, 2007, Lester C. Thurow retired from service as a Class I Director of the Company, effective immediately.

Election of Directors

Also on December 4, 2007, Yves-Andre Istel was elected to the Board of Directors of the Company, as a Class I Director, filling the vacancy left by Mr. Thurow's departure. The Board has not yet determined the committees on which Mr. Istel will serve. In connection with his service on the Company's Board of Directors, Mr. Istel will be entitled to receive an annual cash retainer of \$60,000, paid quarterly. Mr. Istel will also be granted an initial stock option to purchase 15,000 shares of common stock of the Company, and will be eligible to receive annual stock option grants, as more fully described in the Company's Current Report on Form 8-K (File No. 1-7819), dated September 20, 2006.

A press release related to foregoing is filed as Exhibit 99.1 to this Current Report, and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

Exhibit No.	Description
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99.1	Press release dated December 10, 2007

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 10, 2007

ANALOG DEVICES, INC.

By: /s/ Margaret K. Seif

Margaret K. Seif
Vice President, General Counsel and
Secretary

EXHIBIT INDEX

Exhibit No. -----	Description -----
99.1	Press release dated December 10, 2007

Analog Devices Announces Changes to Board of Directors

NORWOOD, Mass.--(BUSINESS WIRE)--Dec. 10, 2007--Analog Devices, Inc. (NYSE: ADI), a global leader in high-performance semiconductors for signal processing applications, today announced that Yves-Andre Istel has been elected as a Director of the Company.

Mr. Istel graduated from Princeton University and has had an extensive career in investment banking and international business. He is currently Senior Advisor of Rothschild Inc. He served as Vice Chairman of Rothschild Inc. from 1993 to 2002 and prior to that served as Chairman of Wasserstein Perella & Co. International and was Co-Chairman of First Boston International Corporation. Currently Mr. Istel serves on the Boards of Compagnie financiere Richemont A.G., Imperial Sugar Company, Tiedemann Trust Company and is a member of the advisory board of Healthpoint Partners LLC.

"Yves adds substantial depth to the Board in terms of his knowledge and experience in financial markets, international business and investment banking. We look forward to his participation," said Ray Stata, ADI Chairman.

Additionally, Lester Thurow, professor of management and economics at MIT and Analog Devices Board member since 1988, retired from the Board effective December 4, 2007. "For 19 years Analog Devices has benefited enormously from Lester's broad understanding of global economics and business trends," said Stata. "He provided valuable counsel and advice as the company grew to a larger, more complex global enterprise. His presence and contributions to the company will be missed."

About Analog Devices

Innovation, performance, and excellence are the cultural pillars on which Analog Devices has built one of the longest standing, highest growth companies within the technology sector. Acknowledged industry-wide as the world leader in data conversion and signal conditioning technology, Analog Devices serves over 60,000 customers, representing virtually all types of electronic equipment. Celebrating over 40 years as a leading global manufacturer of high-performance integrated circuits used in analog and digital signal processing applications, Analog Devices is headquartered in Norwood, Massachusetts, with design and manufacturing facilities throughout the world. Analog Devices' common stock is listed on the New York Stock Exchange under the ticker "ADI" and is included in the S&P 500 Index.

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