SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-11** | Period of Report: **2012-12-31** SEC Accession No. 0001225208-13-001336

(HTML Version on secdatabase.com)

REPORTING OWNER

STATA RAY

CIK:900729

Type: 4 | Act: 34 | File No.: 001-07819 | Film No.: 13524934

ISSUER

ANALOG DEVICES INC

CIK:6281| IRS No.: 042348234 | State of Incorp.:MA | Fiscal Year End: 1031 SIC: 3674 Semiconductors & related devices

Mailing Address ONE TECHNOLOGY WAY NORWOOD MA 02062 Business Address ONE TECHNOLOGY WAY NORWOOD MA 02062 7813294700

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL										
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Addres	ss of Reporting Pers	on *	2. Issuer Name and Ticker or Trading Symbol ANALOG DEVICES INC [ADI]	Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2012	Officer (give title Other (specify below) below)
P.O. BOX 9106,	ONE TECHNOL	OGY WAY		
NORWOOD, MA	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing (Check applicable line) X Form Filed by One Reporting Person 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. Transaction Date (Month/ Day/Year)	2A. Deemed Execution Date, if						5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
		any (Month/ Day/Year)	Code	v	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)			
Comm Stock-\$.16-2/3 value	12/31/2012		<u>G</u>	<u>V</u>	183,150 ⁽¹⁾	D	\$ 0	1,850	I	By Stata Family LLC	
Comm Stock-\$.16-2/3 value	01/03/2013		<u>J</u> (2)	<u>V</u>	1,628,808	D	\$ 0	0	I	Co-Trustees	
Comm Stock-\$.16-2/3 value								770,801	D		
Comm Stock-\$.16-2/3 value								1,108,709	I	By Mrs. Stata Directly	
Comm Stock-\$.16-2/3 value								400,277	I	By Mrs. Stata Tr FBO Mr. Stata's Children	

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

Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	 3A. Deemed Execution Date, if any (Month/ Day/ Year)	4. Transaction Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	of Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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									Amount			l
									or			l
									Number			l
						Date	Expiration		of			l
		Code	٧	(A)	(D)	Exercisable	Date	Title	Shares			l

Explanation of Responses:

- 1. On December 31, 2012, the reporting person transferred 99% of his interest in the Stata Family LLC to an irrevocable trust for the benefit of certain of his grandchildren. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.
- 2. On January 3, 2013, the reporting person and his spouse were replaced as co-trustees of the several charitable trusts holding these shares.

Signatures

Kevin P. Lanouette, Assistant General Counsel, by Power of Attorney

01/11/2013

** 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.