

ANALOG DEVICES INC  
Form 4  
June 01, 2017

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or 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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**ROCHE VINCENT**

(Last) (First) (Middle)

**P.O. BOX 9106, ONE TECHNOLOGY WAY**

(Street)

**NORWOOD, MA 02062-9106**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**ANALOG DEVICES INC [ADI]**

3. Date of Earliest Transaction (Month/Day/Year)  
**05/30/2017**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President & CEO**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Comm Stock - \$.16-2/3 value	05/30/2017		M		18,204	A	\$ 39.79
Comm Stock - \$.16-2/3 value	05/30/2017		M		5,546	A	\$ 37.52
Comm Stock - \$.16-2/3 value	05/30/2017		S <sup>(1)</sup>		23,750	D	\$ 84

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Comm Stock - \$.16-2/3 value	05/31/2017	M	23,750	A	\$ 39.79	67,030	D
Comm Stock - \$.16-2/3 value	05/31/2017	S <sup>(1)</sup>	23,750	D	\$ 88.99	43,280	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 39.79	05/30/2017		M	18,204	03/15/2013 <sup>(2)</sup>	03/15/2022	Comm Stock - \$.16-2/3 value
Non-Qualified Stock Option (right to buy)	\$ 37.52	05/30/2017		M	5,546	01/04/2012 <sup>(3)</sup>	01/04/2021	Comm Stock - \$.16-2/3 value
Non-Qualified Stock Option (right to buy)	\$ 39.79	05/31/2017		M	23,750	03/15/2013 <sup>(2)</sup>	03/15/2022	Comm Stock - \$.16-2/3 value

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	X		President & CEO	

ROCHE VINCENT  
P.O. BOX 9106  
ONE TECHNOLOGY WAY  
NORWOOD, MA 02062-9106

## Signatures

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

06/01/2017

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) 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.
- (2) 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.
- (3) This option vested in equal installments on the first, second, third, fourth and fifth anniversaries of the original grant date, which was January 4, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.