

ANALOG DEVICES INC  
Form FWP  
March 30, 2011

**Filed Pursuant to Rule 433  
Registration Statement No. 333-160215  
Pricing Term Sheet  
March 30, 2011**

**Relating to Preliminary Prospectus Supplement  
dated March 30, 2011**

**3.000% Notes due April 15, 2016**

<b>Issuer:</b>	<b>Analog Devices, Inc.</b>
<b>Format:</b>	SEC Registered
<b>Trade Date:</b>	March 30, 2011
<b>Settlement Date:</b>	April 4, 2011
<b>Maturity Date:</b>	April 15, 2016
<b>Aggregate Principal Amount:</b>	\$375,000,000
<b>Coupon:</b>	3.000%
<b>Price to Public (Issue Price):</b>	99.528%
<b>Pricing Benchmark:</b>	UST 2.125% due February 29, 2016
<b>Benchmark Yield:</b>	2.202%
<b>Spread to Benchmark:</b>	+90 basis points
<b>Re-offer Yield:</b>	3.102%
<b>Interest Payment Dates:</b>	Semi-annual on April 15 and October 15 of each year, beginning on October 15, 2011
<b>Optional Redemption:</b>	Make-whole at T+15, plus accrued and unpaid interest
<b>CUSIP:</b>	032654 AG0 / US032654AG04
<b>Denominations:</b>	\$2,000 × \$1,000
<b>Book-Running Managers:</b>	Credit Suisse Securities (USA) LLC Merrill Lynch, Pierce, Fenner & Smith Incorporated
<b>Co-Managers:</b>	Goldman, Sachs & Co.

**The Issuer has filed a Registration Statement (including a prospectus) with the Securities and Exchange Commission for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the Issuer has filed with the Securities and Exchange Commission for more complete information about the Issuer and this Offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the Issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Credit Suisse Securities (USA) LLC at 800-221-1037 or Merrill Lynch, Pierce, Fenner & Smith Incorporated at 1-800-294-1322.**