DOYLE JOHN L
Form 4
January 03, 2005

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

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

OMB APPROVAL

OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
DOYLE JOHN L

(Last) (First) (Middle)

PO BOX 9106, THREE TECHNOLOGY WAY

(Street)

NORWOOD, MA 020629106

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
12/30/2004

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Comm Stock-$.16-2/3 value	12/30/2004		G [(1)](#)	V	3,000	D	$ 0	12,028	D	

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

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SEC 1474 (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 Underlying Securitie (Instr. 3 and 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	$ 14.97							12/07/1998 (2)	12/07/2007	Comm Stock-$.16-2/3 value
Non-Qualified Stock Option (right to buy)	$ 14.34							12/07/1999 (2)	12/07/2008	Comm Stock-$.16-2/3 value
Non-Qualified Stock Option (right to buy)	$ 36.4							12/07/2000 (2)	12/07/2009	Comm Stock-$.16-2/3 value
Non-Qualified Stock Option (right to buy)	$ 44.5							11/10/2001 (2)	11/10/2010	Comm Stock-$.16-2/3 value
Non-Qualified Stock Option (right to buy)	$ 39.06							07/18/2002 (3)	07/18/2011	Comm Stock-$.16-2/3 value
Non-Qualified Stock Option (right to buy)	$ 41.05							01/22/2003 (2)	01/22/2012	Comm Stock-$.16-2/3 value
Non-Qualified Stock Option (right to buy)	$ 19.89							09/24/2003 (2)	09/24/2012	Comm Stock-$.16-2/3 value
Non-Qualified Stock Option (right to buy)	$ 45.27							12/10/2004 (2)	12/10/2013	Comm Stock-$.16-2/3 value
Non-Qualified Stock Option (right to buy)	$ 37.7							12/07/2005 (2)	12/07/2014	Comm Stock-$.16-2/3 value

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

DOYLE JOHN L
PO BOX 9106
THREE TECHNOLOGY WAY
NORWOOD, MA 020629106

X

Signatures

By: WILLIAM A. MARTIN, Attny In Fact — 12/30/2004

**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) This is a gift to an educational institution.

(2) This is a vesting schedule. 33.33% vests one, two & three years from grant date.

(3) This is a vesting schedule. 50% vests one and two years from grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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