DOYLE JOHN L

Form 4

December 23, 2004

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading DOYLE JOHN L Issuer Symbol ANALOG DEVICES INC [ADI] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director 10% Owner Officer (give title Other (specify PO BOX 9106, THREE 12/23/2004 below) **TECHNOLOGY WAY** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

NORWOOD, MA 020629106

(State)

(Zip)

(City)

Table I. Non Derivative Securities Acquired Disposed of an Peneficially Ow

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

| (City)                           | (State) (Zip)                           | Table I -                                                   | Non-Deriv                                                                                       | ative Secu | rities .         | Acquired                                                         | , Disposed of, or                              | Beneficially                                                      | Owned |
|----------------------------------|-----------------------------------------|-------------------------------------------------------------|-------------------------------------------------------------------------------------------------|------------|------------------|------------------------------------------------------------------|------------------------------------------------|-------------------------------------------------------------------|-------|
| 1.Title of Security (Instr. 3)   | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) |            |                  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following | 6. Ownership Form: Direct (D) or Indirect      | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |       |
|                                  |                                         |                                                             | Code V                                                                                          | Amount     | (A)<br>or<br>(D) | Price                                                            | Reported<br>Transaction(s)<br>(Instr. 3 and 4) | (I)<br>(Instr. 4)                                                 |       |
| Comm<br>Stock-\$.16-2/3<br>value | 12/23/2004                              |                                                             | M                                                                                               | 7,000      | A                | \$ 8.9                                                           | 22,028                                         | D                                                                 |       |
| Comm<br>Stock-\$.16-2/3<br>value | 12/23/2004                              |                                                             | S                                                                                               | 7,000      | D                | \$<br>36.68                                                      | 15,028                                         | D                                                                 |       |
| Comm<br>Stock-\$.16-2/3<br>value | 12/23/2004                              |                                                             | M                                                                                               | 21,000     | A                | \$ 12.7                                                          | 36,028                                         | D                                                                 |       |
| Comm<br>Stock-\$.16-2/3          | 12/23/2004                              |                                                             | S                                                                                               | 21,000     | D                | \$<br>36.65                                                      | 15,028                                         | D                                                                 |       |

#### value

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) |     |        | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                    | 7. Title and Ar Underlying Se (Instr. 3 and 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|----------------------------------------|-----|--------|----------------------------------------------------------|--------------------|------------------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code V                                 | (A) | (D)    | Date Exercisable                                         | Expiration<br>Date | Title                                          |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 8.9                                                                | 12/23/2004                              |                                                             | M                                      |     | 7,000  | 12/07/1996(1)                                            | 12/07/2005         | Comm<br>Stock-\$.16-<br>value                  |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 12.7                                                               | 12/23/2004                              |                                                             | M                                      |     | 21,000 | 12/07/1997 <u>(1)</u>                                    | 12/07/2006         | Comm<br>Stock-\$.16-<br>value                  |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 14.97                                                              |                                         |                                                             |                                        |     |        | 12/07/1998(1)                                            | 12/07/2007         | Comm<br>Stock-\$.16-<br>value                  |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 14.34                                                              |                                         |                                                             |                                        |     |        | 12/07/1999 <u>(1)</u>                                    | 12/07/2008         | Comm<br>Stock-\$.16-<br>value                  |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 36.4                                                               |                                         |                                                             |                                        |     |        | 12/07/2000                                               | 12/07/2009         | Comm<br>Stock-\$.16-<br>value                  |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 44.5                                                               |                                         |                                                             |                                        |     |        | 11/10/2001(1)                                            | 11/10/2010         | Comm<br>Stock-\$.16-<br>value                  |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 39.06                                                              |                                         |                                                             |                                        |     |        | 07/18/2002(2)                                            | 07/18/2011         | Comm<br>Stock-\$.16-<br>value                  |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 41.05                                                              |                                         |                                                             |                                        |     |        | 01/22/2003(1)                                            | 01/22/2012         | Comm<br>Stock-\$.16-<br>value                  |

#### Edgar Filing: DOYLE JOHN L - Form 4

| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 19.89 | 09/24/2003(1) | 09/24/2012 | Comm<br>Stock-\$.16-<br>value |
|-------------------------------------------------|----------|---------------|------------|-------------------------------|
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 45.27 | 12/10/2004(1) | 12/10/2013 | Comm<br>Stock-\$.16-<br>value |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 37.7  | 12/07/2005(1) | 12/07/2014 | Comm<br>Stock-\$.16-<br>value |

# **Reporting Owners**

| Reporting Owner Name / Address                                               | Relationships |           |         |       |  |  |  |
|------------------------------------------------------------------------------|---------------|-----------|---------|-------|--|--|--|
|                                                                              | Director      | 10% Owner | Officer | Other |  |  |  |
| DOYLE JOHN L<br>PO BOX 9106<br>THREE TECHNOLOGY WAY<br>NORWOOD, MA 020629106 | X             |           |         |       |  |  |  |

# **Signatures**

By: WILLIAM A. MARTIN, Attny

In Fact 12/23/2004

\*\*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 vesting schedule. 33.33% vests one, two & three years from grant date.
- (2) 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. 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.

Reporting Owners 3