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August 6, 2002

BY FEDERAL EXPRESS

Mr. Jonathan G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549-0609

Re: Analog Devices, Inc. Principal Executive Officer and Principal
Financial Officer Sworn Statements Pursuant to Section 21(a)(1)
of the Securities Exchange Act of 1934

Dear Mr. Katz:

Pursuant to the June 27, 2002 Order issued by the Securities and Exchange Commission, enclosed are the required Statements under Oath of Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings for Analog Devices, Inc. as signed on August 6, 2002 by Jerald G. Fishman (President and Chief Executive Officer) and Joseph E. McDonough (Vice President, Finance, and Chief Financial Officer).

Please contact me if you have any questions.

Sincerely,

A handwritten signature in cursive script, appearing to read 'W. A. Wise'.

William A. Wise
Corporate Counsel

Encs.



Statement Under Oath of Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings

I, Joseph E. McDonough, state and attest that:


(1) To the best of my knowledge, based upon a review of the covered reports of Analog Devices, Inc., and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

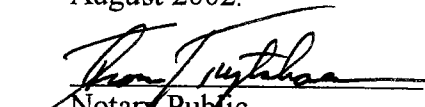
(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- the Annual Report on Form 10-K for the year ended November 3, 2001 of Analog Devices, Inc.;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Analog Devices, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.



 Joseph E. McDonough
 Vice President, Finance, and Chief
 Financial Officer
 Date: August 6, 2002

Subscribed and sworn before me this 6th day of August 2002.



 Notary Public
 My Commission Expires:
 October 20, 2006

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