

DIODES INC /DEL/
Form 4
July 03, 2014

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 *
BELTRAN CLEMENTE

(Last) (First) (Middle)

4949 HEDGCOXE ROAD, SUITE 200

(Street)

PLANO, TX 75024

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DIODES INC /DEL/ [DIOD]

3. Date of Earliest Transaction (Month/Day/Year)
07/01/2014

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)
Vice President

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 Indirect Ownership (Instr. 4) | | |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|---|-----------------|
| | | | Code | V | Amount | (D) | Price | | |
| Diodes Incorporated Common Stock | 07/02/2014 | | S ⁽¹⁾ | 3 | D | \$ 29.18 | 11,862 | D | |
| Diodes Incorporated Common Stock | 07/02/2014 | | S ⁽¹⁾ | 201 | D | \$ 28.82 | 11,661 | D | |
| Diodes Incorporated Common Stock ⁽²⁾ | 07/01/2014 | | A | 1,800 ⁽³⁾ | A | \$ 0 | 11,474 ⁽⁴⁾ | I | Owned By Spouse |

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| | | | | | | | | |
|----------------------------------|------------|------------------|-----|---|------------|-----------------------|---|-----------------|
| Diodes Incorporated Common Stock | 07/02/2014 | S ⁽⁵⁾ | 2 | D | \$ 29.19 | 11,472 ⁽⁴⁾ | I | Owned By Spouse |
| Diodes Incorporated Common Stock | 07/02/2014 | S ⁽⁵⁾ | 2 | D | \$ 29.1801 | 11,470 ⁽⁴⁾ | I | Owned By Spouse |
| Diodes Incorporated Common Stock | 07/02/2014 | S ⁽⁵⁾ | 4 | D | \$ 29.18 | 11,466 ⁽⁴⁾ | I | Owned By Spouse |
| Diodes Incorporated Common Stock | 07/02/2014 | S ⁽⁵⁾ | 595 | D | \$ 28.82 | 10,871 ⁽⁴⁾ | I | Owned By Spouse |

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

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

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| BELTRAN CLEMENTE 4949 HEDGCOXE ROAD | | | Vice President | |

SUITE 200
PLANO, TX 75024

Signatures

Richard D. White as Power of Attorney for Clemente
Beltran

07/03/2014

__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) Vested restricted stock unit shares automatically sold to cover income tax for the 6/6/2013 award.
- (2) Restricted stock units vest in four equal installments beginning 07/01/2014.
- (3) Granted under Rule 16b-3 Plan.
- (4) The amount of securities beneficially owned includes both restricted stock units and common stock.
- (5) Vested restricted stock unit shares automatically sold to cover income tax for the 07/01/2010, 07/01/2011, 07/02/2012, and 07/01/2013 awards.

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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