DIODES INC /DEL/

Form 4 June 10, 2013

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * LU KEH SHEW			2. Issuer Name and Ticker or Trading Symbol DIODES INC /DEL/ [DIOD]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)		
			(Month/Day/Year)	Director 10% Owner		
4949 HEDGCOXE ROAD, SUITE			06/06/2013	Officer (give title Other (specify below)		
200				President & CEO		
(Street)			4. If Amendment, Date Original 6. Individual or Joint/Group Filing			
DI ANO EN S	5004		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
PLANO, TX 75024				Person		

(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					
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		Tubic I		i i i u u i i c bec	currence ricq	un eu, Disposeu	oi, or belieffe	sally owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D) Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Diodes Incorporated Common Stock						33,550 <u>(1)</u>	I	Custodial
Diodes Incorporated Common Stock						105,000	I	Revocable Trust
Diodes Incorporated Common						476,783	I	Lu Grandchildren's

Trust

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Diodes

Incorporated Common 120,000 I By Daughter

Stock

Diodes

Incorporated Common O6/06/2013 A 80,000 A \$0 759,319 D

Stock (2)

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.

SEC 1474

(9-02)

Date Exercisable

Expiration

Title

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or

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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	2.	3. Transaction Date		4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		
	Derivative				or Disposed of		
	Security				(D)		
					(Instr. 3, 4,		
					and 5)		

Code V (A) (D)

Date Date

Date

Diodes

Incorporated

06/06/13
DIOD \$ 23.35 06/06/2013 A 80,000 07/01/2014(4) 06/06/2021 Incorporated Common Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LU KEH SHEW 4949 HEDGCOXE ROAD SUITE 200 PLANO, TX 75024

President & CEO

Signatures

Richard D. White as Power of Attorney for 06/10/2013

Keh-Shew Lu

**Signature of Reporting Person Date

Reporting Owners 2

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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).
 - These shares are held in accounts for the reporting persons minor grandchildren and the reporting person is the custodian of those
- (1) accounts. The reporting person disclaims ownership of the shares held in those custodial accounts, and this report is not an admission that the reporting person is the beneficial owner of these shares for purposes of Section 16 or for any other purpose.
- (2) Restricted stock units vest in four equal annual installments beginning 07/01/2014.
- (3) Granted under Rule 16b-3 Plan.
- (4) Non-qualified stock options exercisable in four equal annual installments beginning 07/01/2014.

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.