FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB Number: 3235-0287 | | | | | | | | | |
|--------------------------|-----|--|--|--|--|--|--|--|--|
| Estimated average burden | | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | |

| porting Person* | | |
|-----------------|---|--|
| llas | 2. Issuer Name and Ticker or Trading Symbol DIODES INC /DEL/ [DIOD] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner V Officer (give title Other (specify |
| c) (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 02/14/2019 | CFO & Secretary |
| 75024 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person |
| |) (Middle))AD | IdS Image: Constraint of the second |

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. Transa Code (8) | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1150.4) | |
| Diodes Incorporated Common Stock | 02/14/2019 | | M ⁽¹⁾ | | 15,000 | A | \$15.05 | 113,920 | D | | |
| Diodes Incorporated Common Stock | 02/14/2019 | | S ⁽²⁾ | | 13,108 | D | \$40 | 100,812 | D | | |
| Diodes Incorporated Common Stock | 02/15/2019 | | M ⁽¹⁾ | | 15,000 | A | \$15.05 | 102,771 | D | | |
| Diodes Incorporated Common Stock | 02/15/2019 | | S ⁽²⁾ | | 13,041 | D | \$42.5 | 87,771 | D | | |
| Diodes Incorporated Common Stock | 02/15/2019 | | S ⁽³⁾ | | 5,000 | D | \$40.91 | 97,771 | D | | |
| Diodes Incorporated Common Stock - Performance Stock Units | | | | | | | | 39,861 | D | | |

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. Transa Code (8) | | of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|-----|--------|--|--------------------|--|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| 05/28/09 DIOD NQSO | \$15.05 | 02/14/2019 | | M ⁽¹⁾ | | | 15,000 | 05/28/2010 ⁽⁴⁾ | 05/28/2019 | Diodes Incorporated Common Stock - Diodes | 15,000 | \$0.00 | 15,000 | D | |
| 05/28/09 DIOD NQSO | \$15.05 | 02/15/2019 | | M ⁽¹⁾ | | | 15,000 | 05/28/2010 ⁽⁴⁾ | 05/28/2019 | Diodes Incorporated Common Stock - Diodes | 15,000 | \$0.00 | 0 | D | |

Explanation of Responses:

1. Exercised under a 10b5-1 plan.

2. Sold under a 10b5-1 plan.

3. A portion of the vested restricted stock unit shares was automatically sold to cover income tax.

4. Non-qualified stock options exercisable in four equal annual installments beginning 05/28/2010.

Remarks:

Richard D. White

** Signature of Reporting Person

<u>02/19/2019</u> Date

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

* 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).

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

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 Number.