

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

<b>1. Name and Address of Reporting Person*</b> <u>KING MARK A</u> (Last) (First) (Middle) 4949 HEDGCOXE ROAD SUITE 200 (Street) PLANO TX 75024 (City) (State) (Zip)			<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>DIODES INC /DEL/ [ DIOD ]</u>			<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) SVP Sales & Marketing		
			<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 06/09/2014					
			<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>			<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Diodes Incorporated Common Stock	06/09/2014		M <sup>(1)</sup>		23,063	A	\$15.5422	64,197	D	
Diodes Incorporated Common Stock	06/09/2014		S <sup>(2)</sup>		21,018	D	\$30	43,179	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. 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 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
7/12/05 DIOD ISO	\$15.5422	06/09/2014		M <sup>(1)</sup>			7,256	07/12/2006 <sup>(3)</sup>	07/12/2015	Diodes Incorporated Common Stock - Diodes	7,256	\$0.00 <sup>(4)</sup>	7,255	D	
7/12/05 DIOD NQSO	\$15.5422	06/09/2014		M <sup>(1)</sup>			15,807	07/12/2006 <sup>(5)</sup>	07/12/2015	Diodes Incorporated Common Stock - Diodes	15,807	\$0.00 <sup>(4)</sup>	15,807	D	

**Explanation of Responses:**

- Exercise pursuant to previously filed 10b5-1 Plan.
- Sale pursuant to previously filed 10b5-1 Plan.
- Incentive stock options exercisable in three equal annual installments beginning 07/12/2006.
- Granted under Rule 16b-3 Plan.
- Non-qualified stock options exercisable in three equal annual installments beginning 07/12/2006.

**Remarks:**

Richard D. White as Power of Attorney for Mark A. King 06/11/2014

\*\* Signature of Reporting Person 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.