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# 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 APPROVAL OMB Number: 3235-0287

Estimated average burden		
hours per response:		0.5

	ddress of Reporting Pe	erson*	2. Issuer Name and Ticker or Trading Symbol <u>DIODES INC /DEL/</u> [ DIOD ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify
(Last) 4949 HEDG SUITE 200	(First) COXE ROAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/01/2016	X Once (give the other (specify below) below) Vice President
(Street) PLANO (City)	TX (State)	75024 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	<ul> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting Person</li> </ul>

## 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 Disposed Of			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Diodes Incorporated Common Stock	07/05/2016		<b>S</b> <sup>(1)</sup>		208	D	<b>\$16.92</b>	23,360	D	
Diodes Incorporated Common Stock	07/05/2016		<b>S</b> <sup>(1)</sup>		13	D	\$17.4425	23,347	D	
Diodes Incorporated Common Stock <sup>(2)</sup>	07/01/2016		A		1,800	A	<b>\$0.00</b> <sup>(3)</sup>	13,851 <sup>(4)</sup>	Ι	Owned By Spouse

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puts, cans, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	ercise (Month/Day/Year) of vative	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)	Ownership Form:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

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 07/01/2017.

3. Granted under Rule 16b-3 Plan.

4. The amount of securities beneficially owned includes both restricted stock units and common stock.

**Remarks:** 

Richard D. White as Power of 07/06/2016 Attorney for Clemente Beltran

Date

\*\* Signature of Reporting Person

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.