

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

<b>OMB APPROVAL</b>	
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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).

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

1. Name and Address of Reporting Person* <u>Holland Julie</u>  (Last) (First) (Middle) 4949 HEDGCOXE ROAD SUITE 200  (Street) PLANO TX 75024  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DIODES INC /DEL/ [ DIOD ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP WW Analog Products</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/02/2017</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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	10/02/2017		M <sup>(1)</sup>		9,000	A	\$27.95	63,157	D	
Diodes Incorporated Common Stock	10/02/2017		S <sup>(2)</sup>		4,425	D	\$30.02	58,732	D	
Diodes Incorporated Common Stock	10/02/2017		S <sup>(2)</sup>		4,426	D	\$30.01	54,306	D	
Diodes Incorporated Common Stock	10/02/2017		M <sup>(1)</sup>		17,000	A	\$19.27	71,306	D	
Diodes Incorporated Common Stock	10/02/2017		S <sup>(2)</sup>		7,764	D	\$30.01	63,542	D	
Diodes Incorporated Common Stock	10/02/2017		S <sup>(2)</sup>		7,764	D	\$30.02	55,778	D	
Diodes Incorporated Common Stock - Performance Stock Units								11,316	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
05/29/2008 DIOD NQSO	\$27.95	10/02/2017		M <sup>(1)</sup>			9,000	05/29/2009 <sup>(3)</sup>	05/29/2018	Diodes Incorporated Common Stock - Diodes	9,000	\$0.00	0	D	
05/21/12 DIOD NQSO	\$19.27	10/02/2017		M <sup>(1)</sup>			17,000	05/26/2013 <sup>(4)</sup>	05/21/2022	Diodes Incorporated Common Stock - Diodes	17,000	\$0.00	0	D	

**Explanation of Responses:**

- Exercised under a 10b5-1 plan.
- Sold under a 10b5-1 plan.
- Non-qualified stock options exercisable in four equal annual installments beginning 05/29/2009.
- Non-qualified stock options exercisable in four equal annual installments beginning 05/26/2013.

**Remarks:**

Richard D. White as Power of Attorney for Julie Holland 10/04/2017

\*\* 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.

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