

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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>Yu Gary</u> _____ (Last) (First) (Middle) <u>4949 HEDGCOXE ROAD</u> <u>SUITE 200</u> _____ (Street) <u>PLANO TX 75024</u> _____ (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>03/02/2021</u>	3. Issuer Name and Ticker or Trading Symbol <u>DIODES INC /DEL/ [ DIOD ]</u>	
		4. 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>SVP, Business Groups</u>	5. If Amendment, Date of Original Filed (Month/Day/Year) _____ 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Diodes Incorporated Common Stock</u>	<u>32,300</u>	<u>D</u>	
<u>Diodes Incorporated Common Stock - Performance Stock Units</u>	<u>8,500<sup>(1)</sup></u>	<u>D</u>	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

**Explanation of Responses:**

1. The PSUs vest in February 2024 upon the achievement of the 3-year financial performance measure of cumulative non-GAAP operating income for 2021 through 2023 of \$535.9 million (Target Performance).

**Remarks:**

Exhibit List Exhibit 24 - Power of Attorney

Brett R. Whitmire as  
Power of Attorney for 03/03/2021  
Gary Yu  
 \*\* 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 5 (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.

The undersigned, GARY YU, does hereby constitute and appoint BRETT R. WHITMIRE, of 5324 Seascap Lane, Plano, TX 75093, as his Attorney in Fact to act for and in the name, place, and stead of GARY YU, to make, execute, and deliver any and all documents or instruments, and do and perform any and all things and actions, which GARY YU might have done if personally present, which may be necessary or advisable in connection with the following:

To execute, deliver, and file all such documents and things, including, without limitation, reports and filings with the United States Securities and Exchange Commission, Internal Revenue Service, and Nasdaq Stock Exchange, as may be required to be executed, delivered, and filed by GARY YU in connection with the beneficial ownership by GARY YU of securities of Diodes Incorporated.

The undersigned further grants to the attorney in fact full authority to act in any manner both proper and necessary to the exercise of the foregoing powers, including the full power of substitution or revocation, and ratifies every act that he may lawfully do or purport to do, or may have done or purported to have done, in connection with any of the foregoing.

Executed on MARCH 1, 2021

/s/Gary Yu