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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**  
Pursuant to Section 13 or 15(d)  
of The Securities Exchange Act of 1934

**June 21, 2016**  
Date of Report (Date of earliest event reported)

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**DIODES INCORPORATED**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**002-25577**  
(Commission  
File Number)

**95-2039518**  
(IRS Employer  
Identification No.)

**4949 Hedgcoxe Road, Suite 200**  
**Plano, Texas**  
(Address of principal executive offices)

**75024**  
(Zip Code)

**(972) 987-3900**  
(Registrant's telephone number, including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events.**

From time to time, Diodes Incorporated (the “Company”) may give corporate presentations to its customers, suppliers and other related interested parties. A copy of the Company’s corporate presentation slides, updated on June 21, 2016, is attached herewith as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
99.1	Corporate Presentation Slides

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: June 21, 2016

DIODES INCORPORATED

By /s/ Richard D. White  
RICHARD D. WHITE  
Chief Financial Officer

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## Index to Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	Corporate Presentation Slides



June 2016 Investor Meetings

## Safe Harbor Statement

Any statements set forth herein that are not historical facts are forward-looking statements that involve risks and uncertainties that could cause actual results to differ materially from those in the forward-looking statements. Such forward-looking statements include, but are not limited to, statements regarding update to Diodes Incorporated's second quarter 2016 business outlook as of February 16, 2016, which includes the following: expect revenue to range between \$230 million and \$240 million, or up 3.3 to 7.7 percent sequentially; expect GAAP and non-GAAP gross margin to be 31.5 percent, plus or minus 2 percent; non-GAAP operating expenses are expected to be approximately 25 percent of revenue, plus or minus 1 percent; expect interest expense to be approximately 2.5 million; expect income tax rate to be 28 percent, plus or minus 3 percent, and shares used to calculate diluted EPS for the second quarter are anticipated to be approximately 49.5 million; purchase accounting adjustments related to Pericom and previous acquisitions of \$4.4 million after tax are not included in these non-GAAP estimates; and other statements identified by words such as "estimates," "expects," "projects," "plans," "will" and similar expressions.

Potential risks and uncertainties include, but are not limited to, such factors as: the risk that such expectations may not be met; the risk that the expected benefits of acquisitions may not be realized; Diodes' business and growth strategy; the introduction and market reception to new product announcements; fluctuations in product demand and supply; prospects for the global economy; continued introduction of new products; Diodes' ability to maintain customer and vendor relationships; technological advancements; impact of competitive products and pricing; growth in targeted markets; successful integration of acquired companies and/or assets; Diodes' ability to successfully make additional acquisitions; risks of domestic and foreign operations, including excessive operation costs, labor shortages, higher tax rates and joint venture prospects; unfavorable currency exchange rates; availability of tax credits; Diodes' ability to maintain its current growth strategy or continue to maintain its current performance and loadings in manufacturing facilities; our future guidance may be incorrect; the global economic weakness may be more severe or last longer than Diodes currently anticipate; breaches of our information technology systems; and other information, including the "Risk Factors," detailed from time to time in filings with the United States Securities and Exchange Commission.

This presentation also contains non-GAAP measures. See the Company's press release on May 5, 2016 titled, "Diodes Incorporated Reports First Quarter 2016 Financial Results" for detailed information related to the Company's non-GAAP measures and a reconciliation of GAAP net income to non-GAAP net income.



## Management Representative



### Dr. Keh-Shew Lu

President and CEO

Diodes Incorporated  
Texas Instruments

Since 2005  
27 years

#### Experience:

- Senior Vice President of TI Worldwide Analog and Logic
- President of Texas Instruments – Asia

#### Education:

- Master's Degree and Doctorate in Electrical Engineering  
Texas Tech University
- Bachelor's Degree in Engineering  
National Cheng Kung University - Taiwan



## Company Representative

### Laura Mehrl

Director of Investor Relations

Since May 2010

#### Experience:

- Director of Investor Relations, Diodes Incorporated, Plano, Texas
- Senior Business Development Manager, STMicroelectronics, Carrollton, Texas
- Sales Director for Analog Devices Inc., Shanghai, China
- Product Marketing Manager at Texas Instruments (TI), Dallas, Texas
- Senior Engineer at Lattice Semiconductor Inc., Hillsboro, Oregon
- Wafer fab design engineer and product engineer at TI, Lubbock, Texas

#### Education:

- MBA with concentration in International Marketing, Texas Tech University
- BS in Electrical and Computer Engineering, University of Iowa





## About Diodes Incorporated

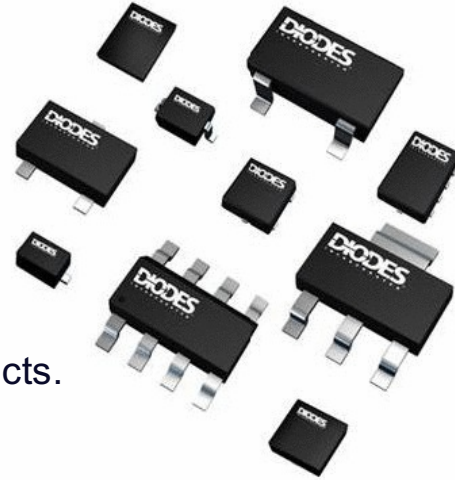
A leading global manufacturer and supplier of high-quality **application specific, standard products** within the broad discrete, logic and analog markets, serving the **consumer, computing, communications, Industrial** and **automotive** segments.



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## Business Objective

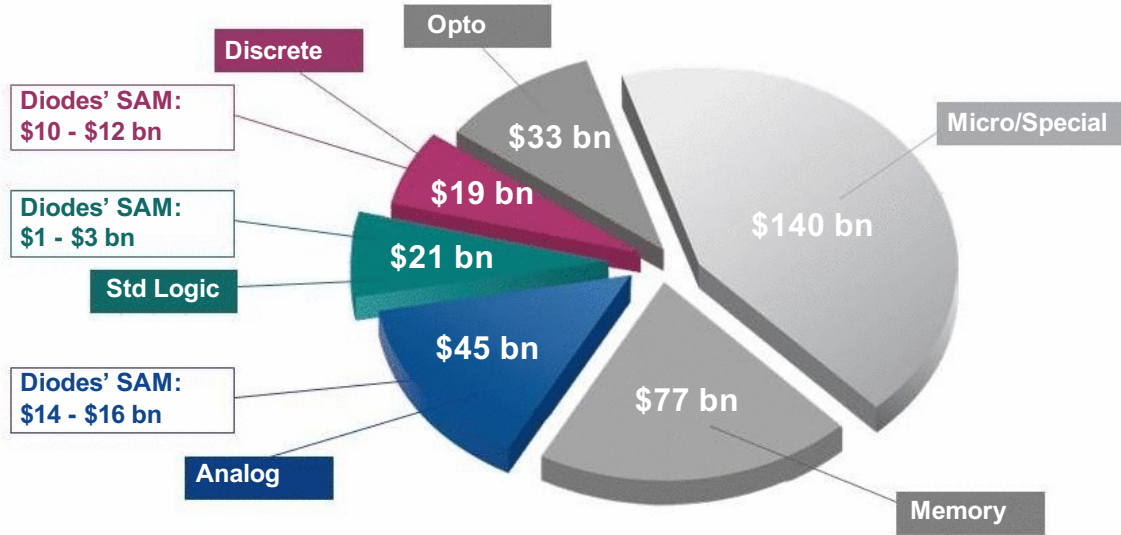
To consistently achieve above-market **profitable growth**, utilizing our innovative and cost-effective **packaging** and **silicon** technology, suited for **high volume**, **high growth** markets by leveraging process expertise and design excellence to deliver high quality semiconductor products.



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# Significant Market Opportunity

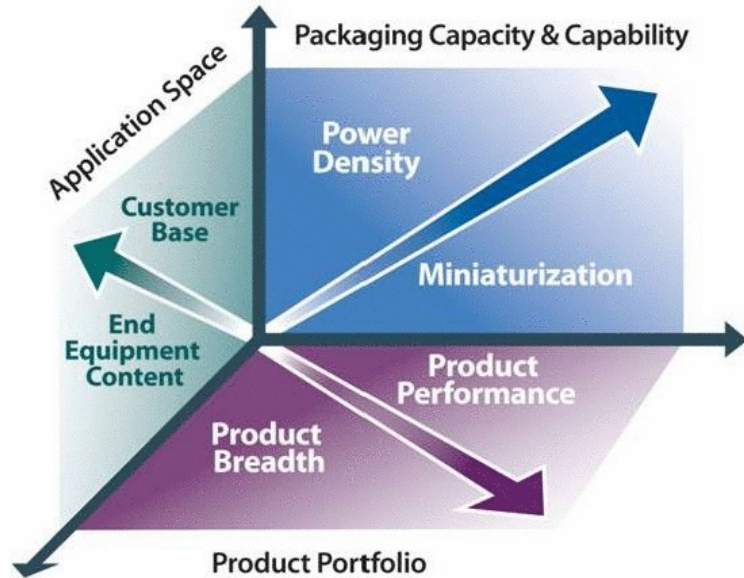
2015 Total Semiconductor Market (\$335 bn)



## Diodes Growth Strategy

### Many Paths for Growth:

- **Product Portfolio**
  - Product arena
  - Product line expansion
  - Performance enhancement
- **Application Space**
  - Targeted end equipment
  - Broad customer base
  - Increased product coverage
- **Packaging Breadth**
  - Broad packaging portfolio
  - Increased power density
  - Small form factor



## Pericom Fits Diodes' M&A Strategy

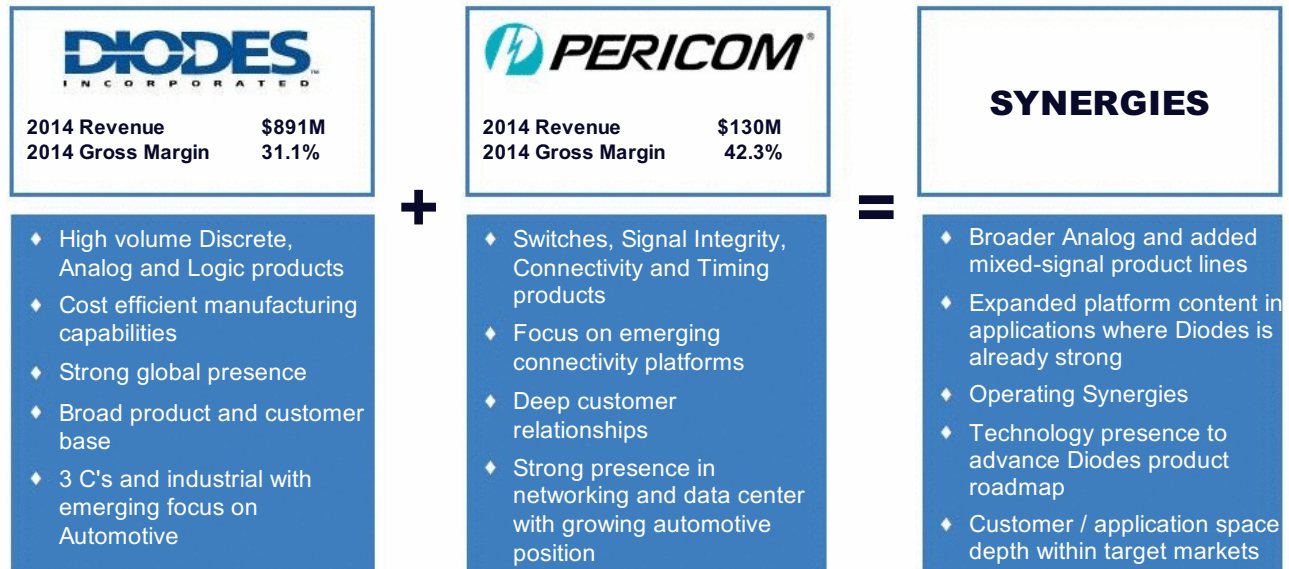
SYNERGISTIC FACTORS	Degree of FIT
Accretive in 1 year	1
Enter new product area	1
Access to new markets / new customers	1
Strengthen regional sales potential	1
Gain access to process and/or packaging technology	2
Synergistic with Diodes' packaging capabilities and capacity	2

1=Very synergistic, 2=Synergistic, 3=Fairly Synergistic



## A Winning Combination

### A Strong Global Partnership



## Broad Consolidated Product Offering

Discrete		Standard Products	ASSP	
<b>Diodes</b>	<b>Rectifiers</b>	<b>Standard Linear</b>	<b>Power Management ICs</b>	<b>Connectivity</b>
SchottkyDiodes ZenerDiodes Switching Diodes SBR <sup>®</sup> Diodes Power ZenerDiodes Power Rectifier Diodes	SchottkyRectifiers Super Barrier Rectifiers Standard Rectifiers Fast Recovery Rectifiers Bridge Rectifiers	<b>Linear Voltage Regulators</b> Standard Linear Regulators Quasi Low Dropout Regulators Low Dropout Regulators	<b>DC-DC Switching Regulators</b> Buck Boost Buck/Boost/Inverter	<b>Switches</b> Signal Switches Mux controllers
<b>MOSFETs</b>	<b>Protection Devices</b>	<b>Voltage References</b> Shunt References Micropower References	<b>AC/DC Solutions</b> Primary-Side Regulators PWM BJT Switches Voltage	<b>Signal Integrity</b> Repeaters ReDrivers
Small Signal MOSFETs Power MOSFETs Protected MOSFETs High Voltage MOSFETS Complementary Pairs H-Bridges IntelliFET <sup>™</sup>	TVS Low C J TVS Thyristor Surge Protection Data Line Protection	<b>Current Monitors</b> Current Output Voltage Output	<b>Power Switches</b> Load Switches HDMI Switches	<b>Connectivity</b> PCIe Bridges PCIe Packet Switches UARTs
<b>Bipolar Transistors</b>	<b>Function Specific Arrays</b>	<b>Operational Amplifiers</b>	<b>USB</b> USB Switches Charging control	<b>Sensors</b> Hall Switches Hall Latches Smart Fan Drivers Motor Controllers Temperature Sensors Magnetic Sensors
Small Signal BJT Pre-biased BJT Medium Power BJT High Power BJT Darlington Transistors Gate-Drivers Low Saturation BJT H-Bridges	Relay Drivers Discrete Load Switches Discrete Voltage Regulators MOSFET Gate-Drivers	<b>Comparators</b>	<b>LED Drivers</b> Charge Pump Boost Buck Linear LED Drivers LED backlighting	<b>Digital Broadcastby Satellite</b> Fixed Bias Generators Switched Bias Generators Multiplex Controllers Integrated Switch Matrix DBS Interface STB Power
		<b>Timing Products</b> Clocks Timer ICs Crystals Oscillators	<b>Power Supply</b> MOSFET Controllers Active OR-ingControllers Chargers	<b>Audio</b> Class D Amplifiers Analog Input Amplifiers
		<b>Standard Logic ICs</b> Single Gate Dual Gate Standard Logic Translators Analog Switches Registers		

IntelliFET and SBR are the registered trademark of Diodes Incorporated and its affiliates.

## Pericom Total Timing Solutions

### Comprehensive portfolio for complete clock tree solutions

- Highest frequency clock buffers
- Low voltage, low power clock generators
- Real time clock (RTC) generators
- Programmable crystal oscillators
- Ultra low jitter crystal oscillators
- Temperature compensated crystal oscillators

### Timing solutions for attractive markets

- Cloud computing / server storage
- Embedded automotive infotainment
- Internet of Things (IoT)

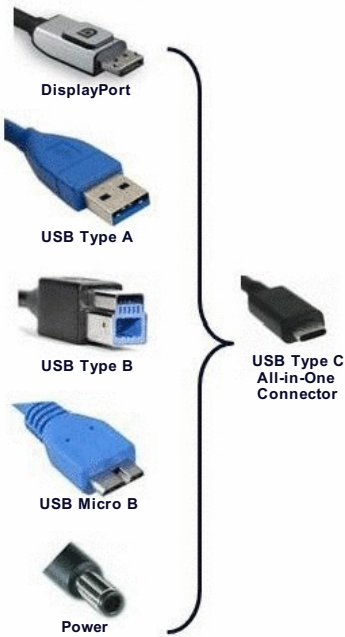


### Owned manufacturing for advantaged cost infrastructure

- Integrated operations for crystal and crystal oscillator manufacturing
- Automated and automotive-certified facility in Taiwan focuses on crystal oscillators
- Fully automated facility in Jinan, China focuses on crystal manufacturing



# USB Type C Connector



## Highly Attractive Market Opportunity

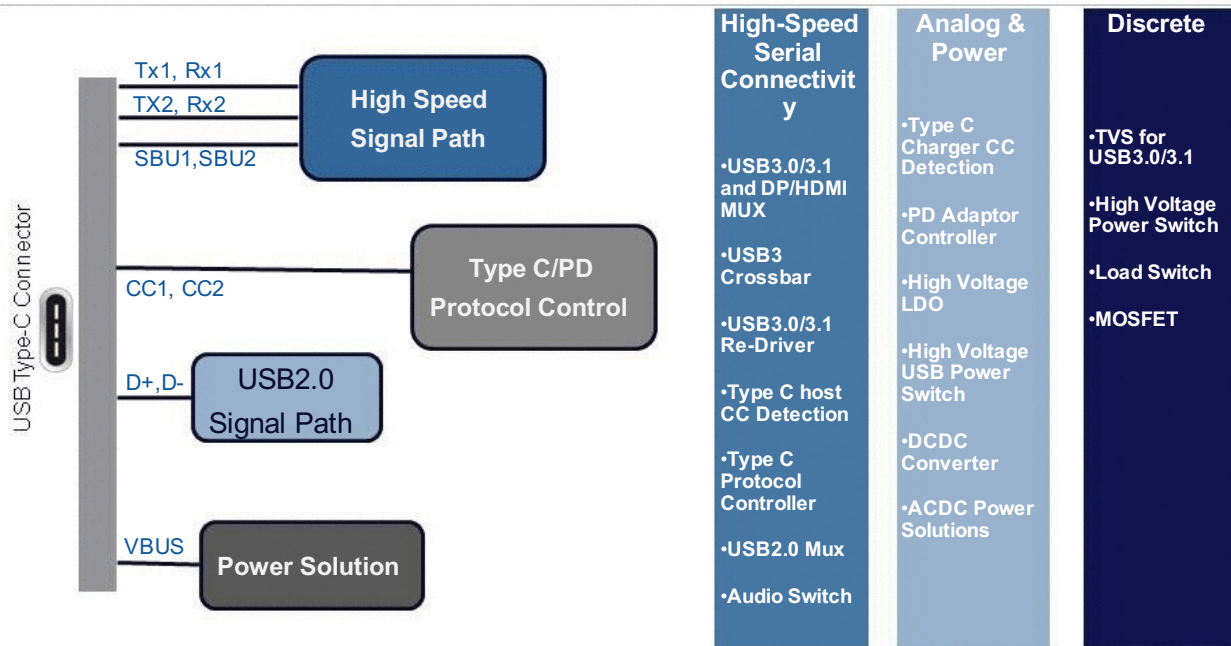
- 10Gbps reversible connector: single USB cable for data, audio, video and power
- Driven by next generation mobility platforms: notebook, smart phone, tablet, portable consumer
- Flexible “charge anywhere” approach to personal electronics
- Will drive conversion in storage, server, and Ultra HD displays

## Combined Diodes+Pericom offers complete system solution

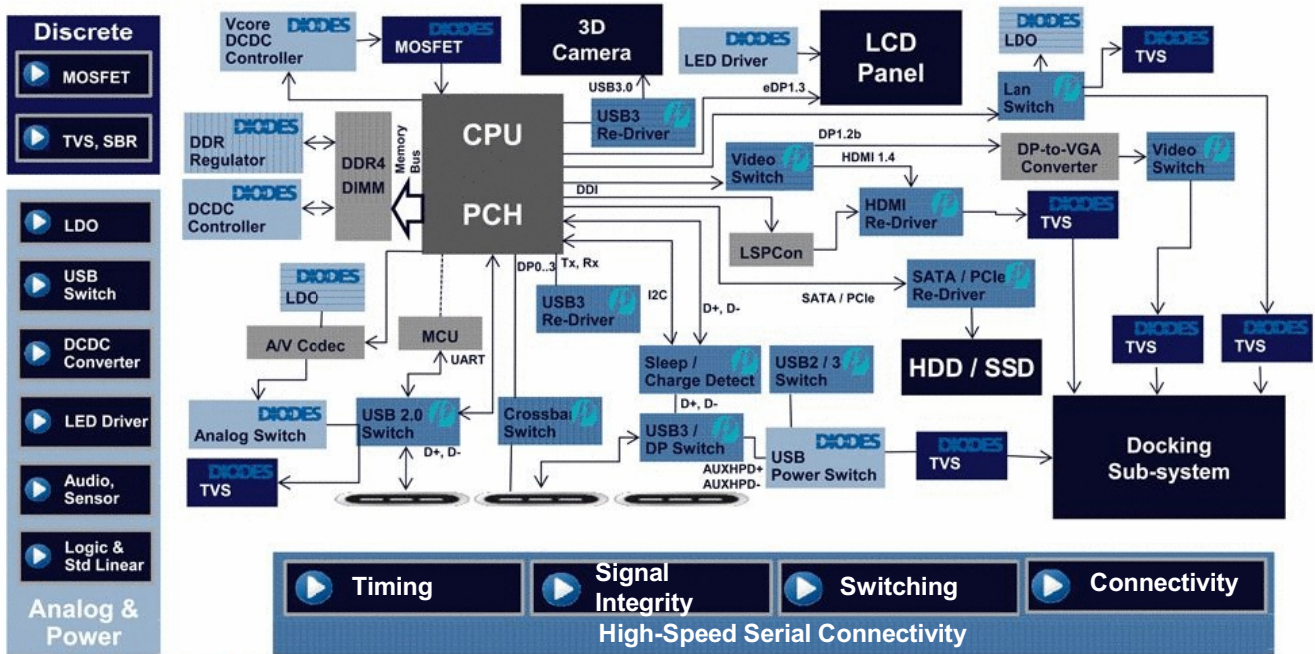
- Extensive Pericom offering for USB connectivity:
  - High performance cross bar signal switches
  - USB3 / DisplayPort 1.2 ReDrivers
  - USB charging controllers
  - High bandwidth USB3.1 multiplex/demultiplex
  - Plug orientation detectors
- Diodes USB portfolio focused on power management:
  - USB power switches
  - Transient voltage suppressors
  - ACDC primary side controllers
  - Power MOSFETs
  - Active rectifier

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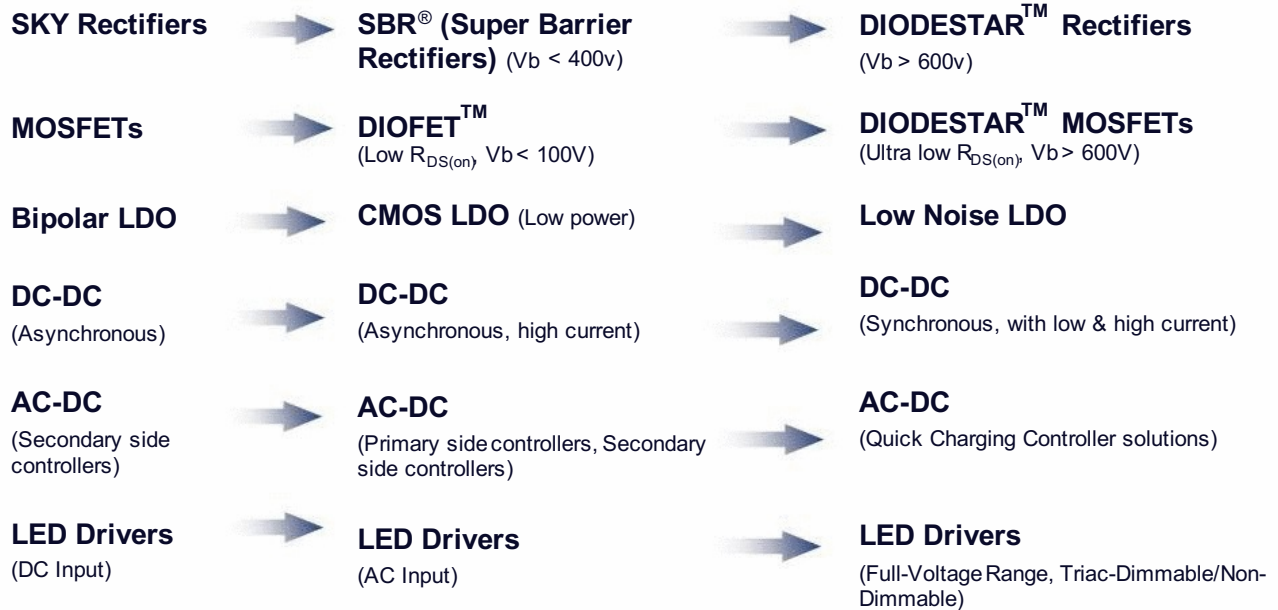
# USB Type C Power Delivery



# Complete Platform Solutions: Notebooks



## Performance Enhancement



**Diodes' product upgrade has expanded our SAM.**

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## Efficiency, Functionality and Control for Smartphones

### ▪ LED Backlighting

LED Drivers  
Boost Converters  
Schottky Diodes

### ▪ LED Flash Module

Camera Flash Drivers  
ZXMN series MOSFETs

### ▪ LCD / OLED Display Bias

LCD Bias ICs  
OLED Bias ICs  
Schottky Diodes

### ▪ Battery Power Management

USB Power Switches  
Current Monitors  
Charger ICs  
Low-Saturation Bipolar Transistors  
ZXMP series MOSFETs



### ▪ GPS Antenna Detection

Current Monitors

### ▪ RF Power Amplifier

Low Dropout Regulators

### ▪ System Voltage Conversion

Low Dropout Regulators  
DC-DC Converters  
Schottky Diodes  
Low-Saturation Bipolar Transistors

### ▪ System Interface

USB Power Switches  
Zener and TVS Arrays

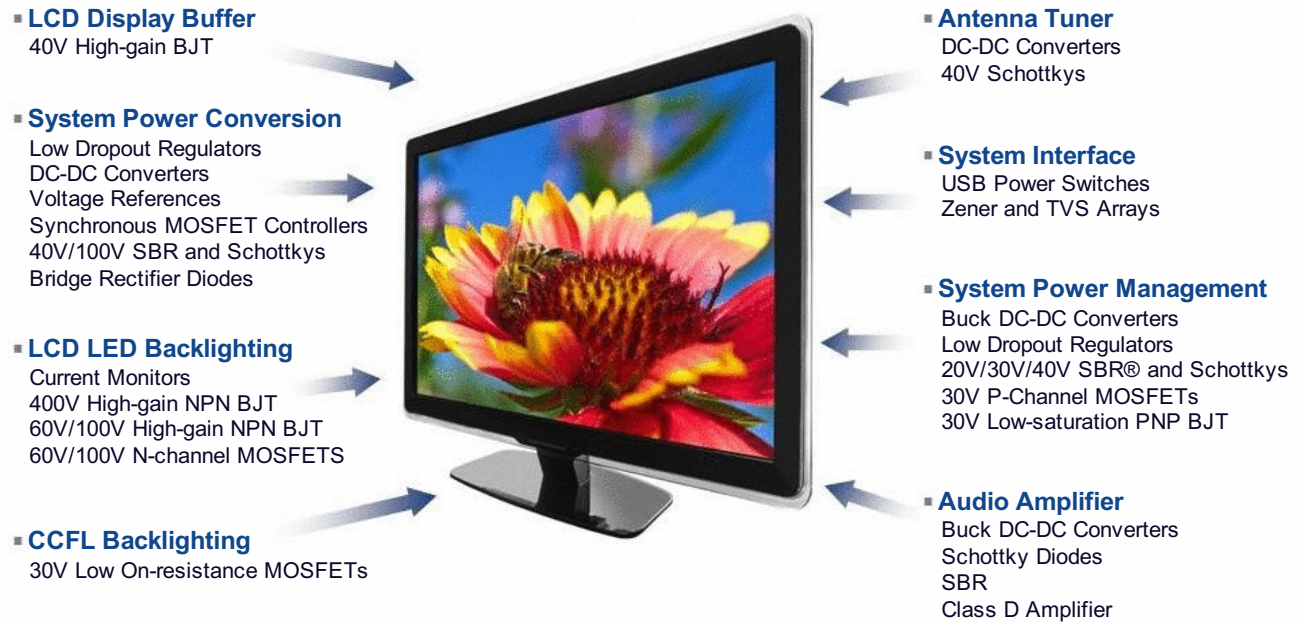
### ▪ Keypad Backlighting

LED Drivers  
Boost Converters  
Schottky Diodes

### ▪ Audio Amplifier

Class D Amplifier

## Strong Relationships Drive LCD/LED TV Product Roadmaps



## Product Breadth and Performance for Computing Platforms

### ■ LCD / LED Backlighting

LED Drivers  
Boost Converters  
Schottky Diodes

### ■ System Voltage Conversion

Low Dropout Regulators  
DC-DC Converters  
Schottky Diodes  
Low-Saturation BJT

### ■ Battery Power Management

Current Monitors  
Load Switches  
Low-Saturation BJT  
ZXMP series MOSFETs

### ■ Open / Close Detection

Hall Effect Sensors  
Hall Effect Drivers



### ■ Audio Amplifier

Buck DC-DC Converters  
Schottky Diodes  
Super Barrier Rectifiers  
Class D Amplifier

### ■ Wireless Connectivity

DC-DC Converters  
Low Dropout Regulators

### ■ System Power Management

Buck DC-DC Converters  
Low Dropout Regulators  
Super Barrier Rectifiers  
Schottky Diodes  
P-Channel MOSFETs  
Low-Saturation BJT

### ■ System Interface

USB Power Switches  
Zener and TVS Arrays

## Automotive Quality for Demanding Automotive Applications

### ▪ **Body Control Module**

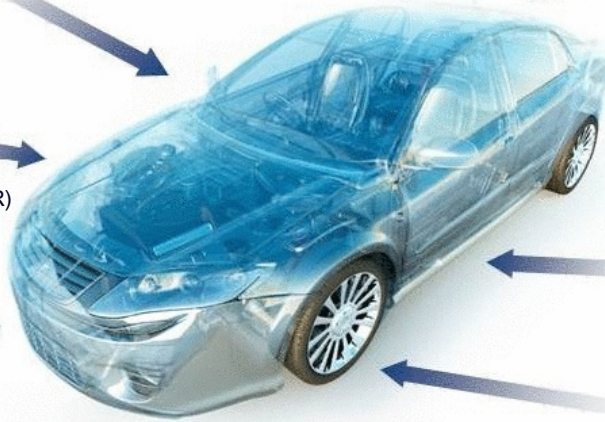
Bipolar Transistors  
Shunt Regulator  
Voltage Reference  
IntelliFET  
MOSFETs  
Hall Sensor

### ▪ **Powertrain**

MOSFET  
Hall Sensor  
Super Barrier Rectifier® (SBR)

### ▪ **Daytime Running Lights**

LED Drivers  
Schottky Diodes  
MOSFETs  
Bipolar Transistors



### ▪ **Automotive Networking**

ESD Protection  
TVS Protection

### ▪ **Interior Light**

LED Drivers  
Schottky Diodes  
MOSFETs  
Bipolar Transistors

### ▪ **Seat Control Module**

Hall Sensor  
SBR  
IntelliFET®  
Voltage Reference

### ▪ **Braking Control Unit**

Voltage Reference  
IntelliFETs  
MOSFETs  
Hall Sensor

SBR and IntelliFET are registered trademarks of Diodes Incorporated

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## Power and Signal Management for the Broad Industrial Market

### ■ Illumination

LED Drivers  
Synchronous Rectifiers  
HV Rectifiers and Bridges  
SBRs  
HV Switches  
MOSFETs

### ■ System Protection

Hall Sensors  
ESD Protection  
TVS Protection

### ■ Signal Conditioning

Op Amps  
Comparators  
Linear Hall  
Voltage Reference  
Logic  
Current Monitors  
ESD Protection  
TVS Protection

### ■ Actuators/Drivers

Hall Sensors  
Relay Drivers  
IntelliFET  
MOSFETs

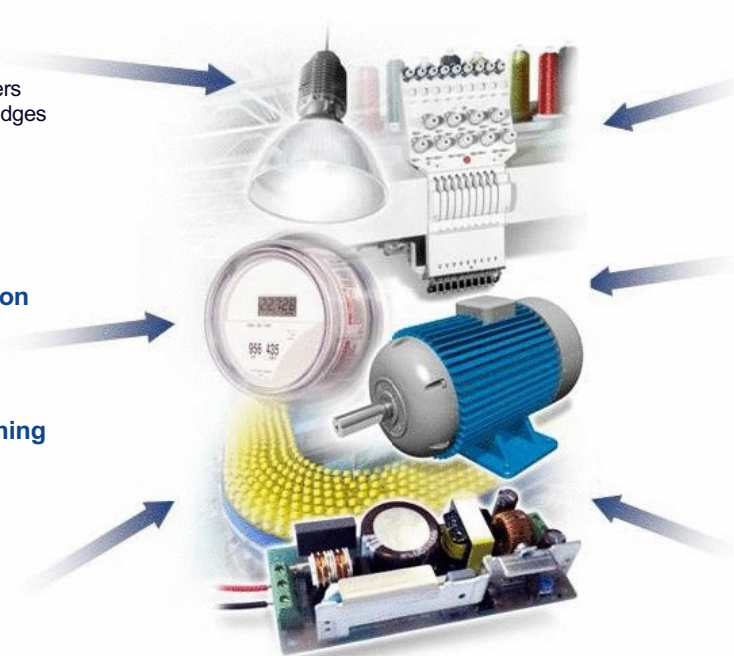
### ■ Motor Control

Hall Sensors  
Motor Control/Drivers  
MOSFETs  
H-Bridges  
SBR  
Gate Drivers

### ■ Power Management

AC-DC Converters  
DC-DC Converters  
LDO Regulators  
HV Regulators  
Shunt Regulators  
Gate Drivers  
Synchronous Rectifiers  
HV Rectifiers and Bridges  
SBRs  
HV Switches

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# Complete Charger and Power Adapter Solution and Trend

The image is a composite graphic illustrating a complete charger and power adapter solution and its market trends. It features three main components:

- Physical Product:** A white USB wall charger with a USB-A cable plugged in.
- Market Trend Chart:** A line graph with four data series: System Efficiency (blue), New Technology (yellow), Standby Power (red), and Cost (green). Arrows indicate trends: System Efficiency and New Technology are increasing, while Standby Power and Cost are decreasing.
- Circuit Diagram:** A detailed schematic of a power adapter. It shows the primary side with Primary Rectifiers (Bridges and Diodes), a transformer, and PSR Controllers (AP3775/6). The secondary side includes a PSR Accelerator (AP434X), HV BJT, and Secondary Rectifiers (Schottky Diodes, SBR®, and Sync. Rectifiers).

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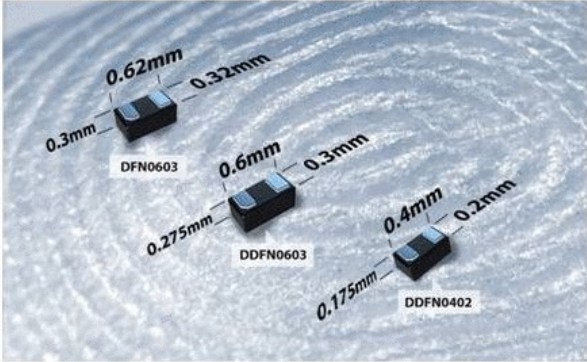
# Packaging Focus: Miniaturization and Power Efficiency



# Packaging Focus: Miniaturization and Power Efficiency

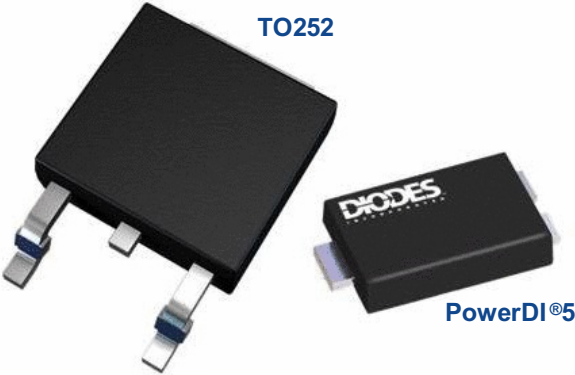
## Miniaturization

DDFN0402 Possibly the smallest Discrete semiconductor package.



## Power Efficiency

Compared to a TO252, the PowerDI®5 package delivers twice the power density from a 55% smaller footprint.



# Efficient Manufacturing + Superior Processes

## Packaging

- Shanghai-based packaging with capacity approximately 30 billion units
- The new packaging facility in Chengdu has a potential capacity of 5X that of Shanghai
- Additional packaging facilities in Neuhaus, Germany and in Chengdu, China



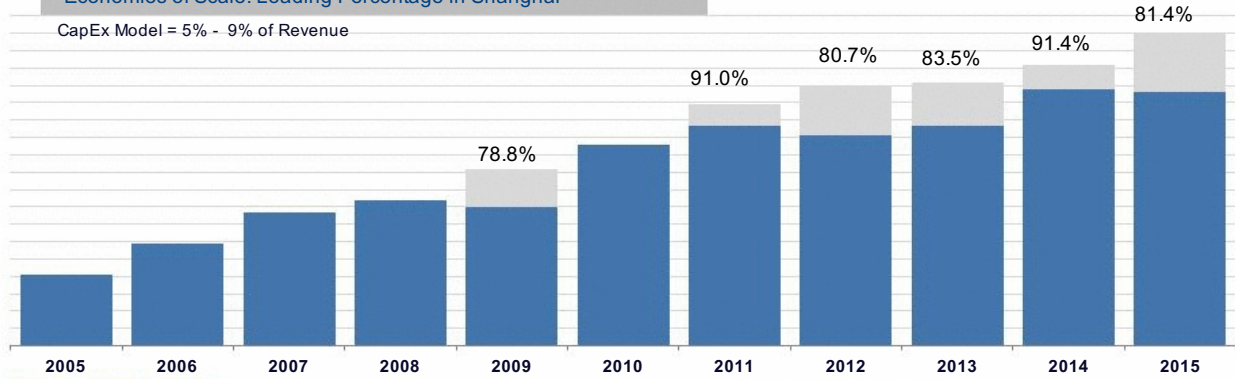
## Wafer Fabs

- Two discrete fabs, two analog fabs in Kansas City, Missouri (5" and 6"), Oldham, United Kingdom (6"), and Shanghai (6") respectively
- Bipolar, BiCMOS, CMOS & BCD process
- Strong engineering capabilities



### Economies of Scale: Loading Percentage in Shanghai

CapEx Model = 5% - 9% of Revenue



# Collaborative Customer Relationships



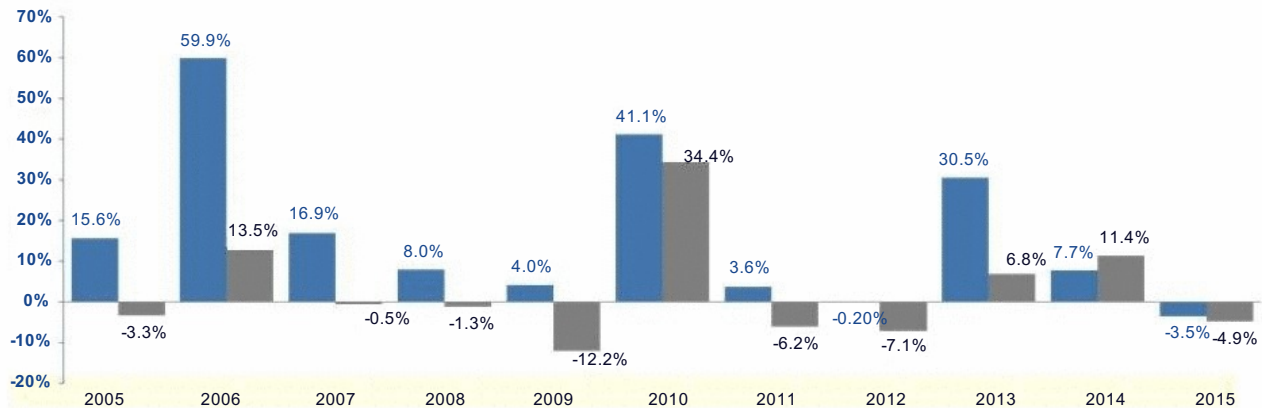
# Outperforming the Industry

## Annual Revenue Growth Rates

### 2005 to 2015 Growth

**Diodes Inc.: 14.7%**

**SAM Industry: 3.1%**

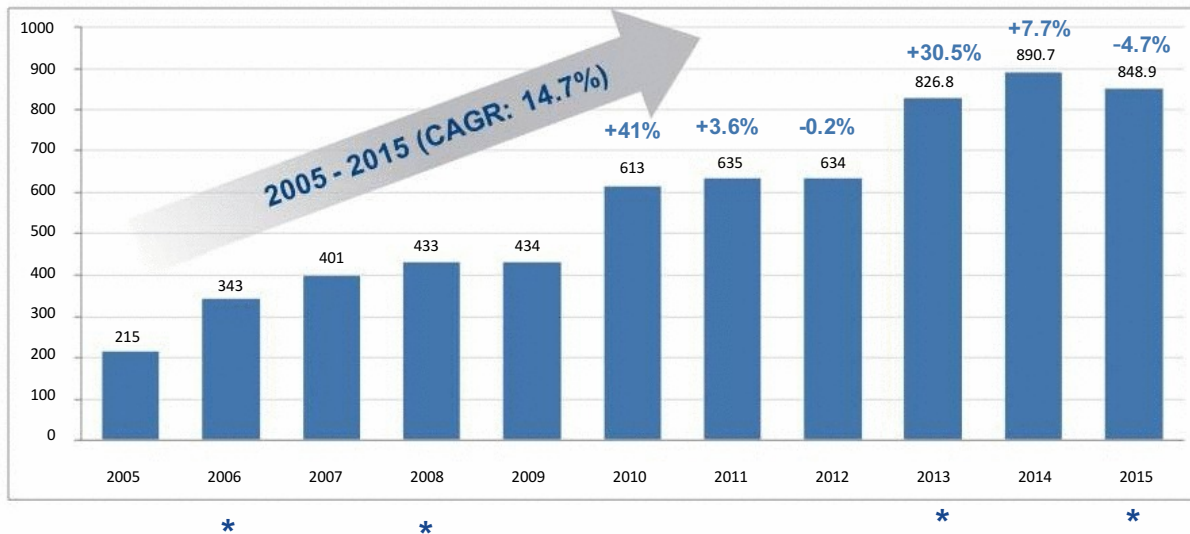


■ Industry (Discrete + Analog + Logic)



# Revenue Growth

( In millions )



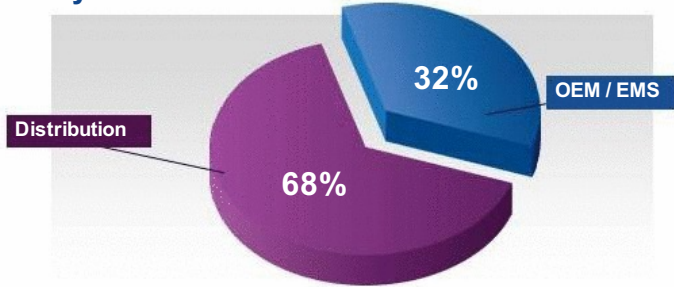
\* ( Acquisition Years )

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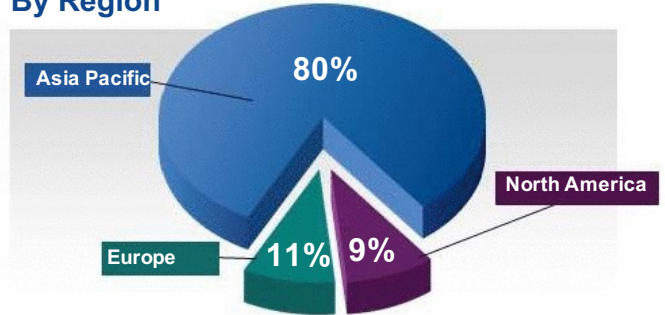


# Revenue Profile – 1Q2016

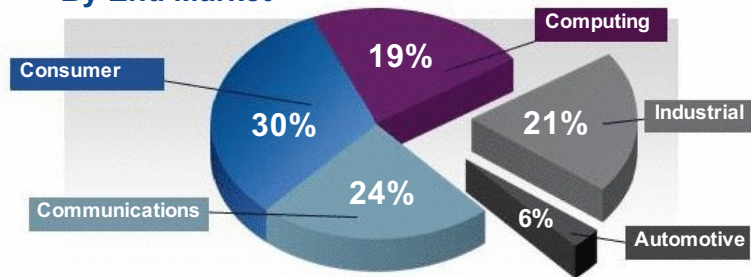
By Channel



By Region



By End Market



## First Quarter 2016 Financial Performance

In millions, except per share	1Q15	4Q15	1Q16
Revenue	\$206.2	\$214.4	\$222.7
Revenue Growth	8.0%	3.9%	
Gross Profit (GAAP)	\$63.9	\$53.6	\$64.2
Gross Profit Margin % (GAAP)	31.0%	25.0%	28.8%
Net Income (GAAP)	\$11.1	-\$4.8	-\$1.7
Net Income (non-GAAP)	\$12.7	\$6.7	\$5.9
EPS (non-GAAP)	\$0.26	\$0.14	\$0.12
Cash Flow from Operations	\$38.6	\$19.7	\$25.5
EBITDA (non-GAAP)	\$35.3	\$16.6	\$24.9

## Balance Sheet

In millions	Dec 31, 2014	Dec 31, 2015	Mar 31, 2016
Cash	\$243	\$218	\$237
Short-term Investments	\$12	\$65	\$43
Inventory	\$182	\$203	\$205
<b>Current Assets</b>	<b>\$676</b>	<b>\$751</b>	<b>\$745</b>
<b>Total Assets</b>	<b>\$1179</b>	<b>\$1599</b>	<b>\$1580</b>
Long-term Debt	\$141	\$454	\$440
<b>Total Liabilities</b>	<b>\$369</b>	<b>\$756</b>	<b>\$734</b>
<b>Total Equity</b>	<b>\$810</b>	<b>\$843</b>	<b>\$846</b>

## 2Q 2016 Business Outlook

- Expect revenue to range between \$230 million and \$240 million, or up 3.3 to 7.7 percent sequentially;
- Expect GAAP and non-GAAP gross margin to be 31.5 percent, plus or minus 2 percent;
- Non-GAAP operating expenses are expected to be approximately 25 percent of revenue, plus or minus 1 percent;
- Expect interest expense to be approximately 2.5 million;
- Expect income tax rate to be 28 percent, plus or minus 3 percent, and shares used to calculate diluted EPS for the second quarter are anticipated to be approximately 49.5 million;
- Purchase accounting adjustments related to Pericom and previous acquisitions of \$4.4 million after tax are not included in these non-GAAP estimates.



# Global Manufacturing Infrastructure



## Diodes Strategy: Profitable Growth





**Thank you**

**Diodes was named one  
of the 10 Best Stocks  
of the Past 20 Years**

March 2012

**Company Contact:**

Diodes Incorporated  
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Director of Investor Relations  
P: 972-987-3959  
E: [laura\\_mehrl@diodes.com](mailto:laura_mehrl@diodes.com)

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E: [lsievers@diodes.com](mailto:lsievers@diodes.com)

[www.diodes.com](http://www.diodes.com)