

**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

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

1. Name and Address of Reporting Person* <b>LIU JOSEPH</b>			2. Issuer Name and Ticker or Trading Symbol <b>DIODES INC /DEL/ [ DIOD ]</b>			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) <b>Sr. VP, Operations</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>05/23/2007</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
3050 HILLCREST DRIVE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <b>WESTLAKE VILLAGE CA 91362</b>								
(City) (State) (Zip)								

**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 Inc. Common Stock	05/23/2007		M		14,928	A	\$9.1481	64,678	D	
Diodes Inc. Common Stock	05/23/2007		S		100	D	\$36.09	64,578	D	
Diodes Inc. Common Stock	05/23/2007		S		100	D	\$36.08	64,478	D	
Diodes Inc. Common Stock	05/23/2007		S		1,500	D	\$36.06	62,978	D	
Diodes Inc. Common Stock	05/23/2007		S		1,494	D	\$36.05	61,484	D	
Diodes Inc. Common Stock	05/23/2007		S		1,634	D	\$36.04	59,850	D	
Diodes Inc. Common Stock	05/23/2007		S		1,300	D	\$36.03	58,550	D	
Diodes Inc. Common Stock	05/23/2007		S		2,300	D	\$36.02	56,250	D	
Diodes Inc. Common Stock	05/23/2007		S		1,300	D	\$36.01	54,950	D	
Diodes Inc. Common Stock	05/23/2007		S		5,200	D	\$36	49,750	D	
Diodes Inc. Common Stock <sup>(3)</sup>	05/23/2007		F <sup>(4)</sup>		397	D	\$35.5969	49,353	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					
6/8/00 DIOD ISO	\$9.1481	05/23/2007		M			14,928	06/08/2001 <sup>(2)</sup>	06/08/2010	Diodes Inc. Common Stock	\$0 <sup>(1)</sup>	17,865	D	

**Explanation of Responses:**

1. Granted under Rule 16b-3 Plan.
2. Exercisable in 3 equal annual installments beginning 6/8/2001.
3. Common stock balance reflects deposit of 1,000 shares from 5-22-07 RSU lapse.
4. Shares automatically sold to cover income tax for 5-22-07 lapse.

**Carl C. Wertz as Power of Attorney for Joseph Liu**

**05/24/2007**

\*\* 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.