FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| STATEMENT OF CHANGES IN BENEFICIAL OWNERSH | IΙΡ |
|--|-----|

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

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

| Name and Address of Reporting Person*     Holland Julie      |  |  |                      |          |                                  | 2. Issuer Name and Ticker or Trading Symbol DIODES INC /DEL/ [ DIOD ] |                                      |        |   |        |                    |  |                                   |   | ck all app                                   | licable)  | g Person(s) to Is<br>10% Ov<br>Other (s                 |                             | wner                                 |  |
|--|--|--|----------------------|----------|----------------------------------|---|--------------------------------------|--------|---|--------|--------------------|--|-----------------------------------|---|--|---|---|-----------------------------|--------------------------------------|--|
| (Last) 4949 HE SUITE 2                                       | (Fir<br>DGCOXE I   | ,  | /liddle)             |          |                                  | 3. Date of Earliest Transaction (Month/Day/Year) 05/27/2020           |                                      |        |   |        |                    |  |                                   |   | below  | ) Corpora   | te Oper   | below)                      |                                      |  |
| (Street) PLANO (City)  | TX   |  | 5024<br>Zip)         |          | 4. If A                          | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Li        |                                      |        |   |        |                    |  |                                   |   | Form   | ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person |   |                             |                                      |  |
|  |  | Table                                      | I - Nor              | n-Deriva | tive S                           | ecui  | rities                               | Acqı   | uired,  | Disp   | osed of            | , or B   | ene                               | ficial  | ly Own                                       | ed  |   |                             |                                      |  |
| 1. Title of Security (Instr. 3)  2. Transact Date (Month/Day |  |  |                      |          | Execution Date,                  |   | Transaction Disposed Code (Instr. 5) |        | ies Acquired (A) or<br>Of (D) (Instr. 3, 4 an |        |                    |  |                                   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)   |   |                             |                                      |  |
|  |  |  |                      |          |                                  | Code  | v                                    | Amount | (A)<br>(D)                                    | or F   | Price              | Transa   | saction(s)<br>r. 3 and 4)         |   |  | (   |   |                             |                                      |  |
| Diodes Incorporated Common Stock 05/27/2                     |  |  |                      |          |                                  | 2020  |                                      |        | S <sup>(1)</sup>                              |        | 2,000              | Г  | )                                 | \$50.5  | 0.5 73,456                                   |   | Γ   | )                           |                                      |  |
| Diodes Incorporated Common Stock - Performance Stock Units   |  |  |                      |          |                                  |   |                                      |        |   |        |                    |  | 45,300                            |   | Е  | )   |   |                             |                                      |  |
|  | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |                      |          |                                  |   |                                      |        |   |        |                    |  |                                   |   |  |   |   |                             |                                      |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)          | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Dee<br>Execution | med      | 4.<br>Transaction<br>Code (Instr |   | 5. Number of                         |        |   | Exerci | sable and<br>te    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Ins<br>3 and 4) |                                   | 8<br>D<br>S<br>(I   | Price of<br>erivative<br>ecurity<br>estr. 5) | 9. Number<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4)            | Owners<br>Form:<br>Direct (I<br>or Indire<br>(I) (Instr | vnership<br>rm:<br>rect (D) | Beneficial ) Ownership ct (Instr. 4) |  |
|  |  |  |                      |          | Code                             | v   | (A)                                  |        | Date<br>Exercisa                              | able   | Expiration<br>Date | Title  | Amor<br>or<br>Numl<br>of<br>Share | ber   |  |   |   |                             |                                      |  |

## **Explanation of Responses:**

 $1.\ A\ portion\ of\ the\ vested\ restricted\ stock\ unit\ shares\ was\ automatically\ sold\ to\ cover\ income\ tax.$ 

## Remarks:

Richard D. White as Power of Attorney for Julie Holland

05/28/2020

\*\* 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.