InvenSense Inc Form 8-K May 03, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The

Securities Exchange Act of 1934

May 3, 2012

Date of Report (date of earliest event reported)

INVENSENSE INC.

(Exact name of Registrant as specified in its charter)

Delaware

001-35269

01-0789977

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(State or other jurisdiction

(Commission

(I.R.S. Employer

of incorporation)

File Number) 1197 Borregas Avenue **Identification Number**)

Sunnyvale, California 94089

(Address of principal executive offices) (Zip Code)

(408) 988-7339

(Registrant s telephone number, including area code)

(Former name or former address, if changed since last report)

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))

Item 2.02 Results of Operations and Financial Condition.

On May 3, 2012, InvenSense Inc. (InvenSense) issued a press release regarding InvenSense s financial results for its fourth fiscal quarter and fiscal year ended April 1, 2012. A copy of InvenSense s press release is attached hereto as Exhibit 99.1.

The information contained in this Current Report shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits. The following exhibits are furnished herewith:

Exhibit

Number	Description
99.1	Text of press release issued by InvenSense Inc. on May 3, 2012.

SIGNATURE

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.

INVENSENSE INC.

Date: May 3, 2012

By: /s/ Alan Krock Alan Krock Vice President,

Chief Financial Officer

EXHIBIT INDEX

Exhibit

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