## Edgar Filing: InvenSense Inc - Form 4

InvenSense Inc										
Form 4										
September 03, 20										
FORM 4	INTED	STATES	SECU	DITIES			COMMISSION	т	PPROVAL	
	UNITED	SIAIES		shington				Nome Number:	3235-0287	
Check this box if no longer							Expires:	January 31, 2005		
subject to	STATEN	MENT OF	F CHAN		Estimated					
Section 16.				SECU	RITIES			burden hou	irs per	
Form 4 or Form 5	Filed put	rement to S	action	16(a) of the	o Soourit	tion Exchan	nga $\Lambda$ at of 1024	response	. 0.5	
obligations	-						nge Act of 1934, of 1935 or Section	on		
may continue. <i>See</i> Instruction 1(b).				•	•	ny Act of 1		011		
(Print or Type Respo	onses)									
1. Name and Addre	Person <sup>*</sup>	2. Issuer Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to				
DENTINGER MARK P			Symbol				Issuer			
			InvenS	ense Inc [	INVN]		(Check all applicable)			
(Last)	(First) (Middle) 3. Date of Earliest Transaction									
1745 TECHNOLOGY DRIVE			(Month/Day/Year) 09/02/2014			Director 10% Owner X_ Officer (give title Other (specify below) below) Chief Financial Officer				
	(Streat)		4 TE A	d ( D		1				
(Street)				endment, D onth/Day/Yea	-	1	6. Individual or Joint/Group Filing(Check Applicable Line)			
SAN JOSE, CA	95110		T neu(ivic	Jilli Dayi i Ca	•)		_X_ Form filed by	One Reporting Po More than One R		
(City)	(State)	(Zip)				~				
		-		ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	ansaction Date nth/Day/Year)			3. Transactio	4. Securiti nAcquired			6. Ownership Form: Direct	7. Nature of Indirect	
(Instr. 3)	iui/Day/Teat)	Execution Date, if any		Code	Disposed			(D) or Indirect		
		(Month/Da	y/Year)	(Instr. 8)	(Instr. 3, 4	4 and 5)	Owned	(I)	Ownership	
							Following Reported	(Instr. 4)	(Instr. 4)	
						(A)	Transaction(s)			
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
		<b>C</b> 1 1	c							
Reminder: Report of	n a separate line	e for each cla	ass of sec	urifies bene	-		-	ation of (	NEC 1474	
					inform requir	nation cont red to response ays a current	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	GEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	D	Acquired (A Disposed of Instr. 3, 4, )	(D)				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Restricted Stock Unit (RSU)	\$ 0 <u>(1)</u>	09/02/2014		А		75,000		(2)	(2)	Common Stock	75,000
Stock Option (right to buy)	\$ 24.73	09/02/2014		А	3	300,000		(3)	09/02/2024	Common Stock	300,00

## **Reporting Owners**

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
DENTINGER MARK P 1745 TECHNOLOGY DRIVE SAN JOSE, CA 95110			Chief Financial Officer						
Signatures									
/s/ Adam Tachner, Attorney-in- Dentinger	09/03/2014								
**Signature of Reportin	g Person		Date						

## **Explanation of Responses:**

- \* 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).
- (1) Each Restricted Stock Unit ("RSU") represents a contingent right to receive at settlement one share of Invensense common stock at no cost.

Subject to the Reporting Person's continuing employment and the provisions in the Invensense's standard form of RSU award agreement,

- (2) the shares will commence vesting as of the Grant Date and vest at a rate of 25% annually. Shares will be delivered to the reporting person on each vest date.
- (3) 25% of the award will vest one year following the grant date of September 2, 2014, with monthly vesting thereafter at the rate of 1/48th per month.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.