

KING MARK A  
Form 4  
May 13, 2011

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KING MARK A**

2. Issuer Name and Ticker or Trading Symbol  
**DIODES INC /DEL/ [DIOD]**

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

(Last) (First) (Middle)  
**4949 HEDGE COXE ROAD, SUITE 200**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**05/12/2011**

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below) \_\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
**SVP Sales & Marketing**

**PLANO, TX 75024**

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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	(D)	Price	
Diodes Incorporated Common Stock	05/12/2011		M		21,275	A	\$ 5.7955 39,199	D
Diodes Incorporated Common Stock	05/12/2011		M		9,916	A	\$ 5.7955 49,115	D
Diodes Incorporated Common Stock	05/12/2011		M		9,309	A	\$ 5.7955 58,424	D

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Diodes Incorporated Common Stock 05/12/2011 S<sup>(7)</sup> 40,500 D \$ 30.6238 17,924 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

**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 Underlying Securities (Instr. 3 and 4)
8/1/03 DIOD ISO	\$ 5.7955	05/12/2011		M	21,275	08/01/2004 <sup>(2)</sup> 08/01/2013	Diodes Incorporated Common Stock 21
8/1/03 DIOD NQSO	\$ 5.7955	05/12/2011		M	9,916	08/01/2004 <sup>(4)</sup> 08/01/2013	Diodes Incorporated Common Stock 9,
8/1/03 DIOD NQSO	\$ 5.7955	05/12/2011		M	9,309	08/01/2004 <sup>(6)</sup> 08/01/2013	Diodes Incorporated Common Stock 9,

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KING MARK A 4949 HEDGE COXE ROAD SUITE 200 PLANO, TX 75024			SVP Sales & Marketing	

## Signatures

Richard D. White as Power of Attorney for Mark  
King

05/13/2011

\_\_Signature of Reporting 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) Granted under Rule 16b-3 Plan.
- (2) Incentive stock options exercisable in three equal installments beginning 8/1/2004.
- (3) Granted under Rule 16b-3 Plan.
- (4) Non-qualified stock options exercisable in three equal installments beginning 8/1/2004.
- (5) Granted under Rule 16b-3 Plan.
- (6) Non-qualified stock options exercisable in three equal installments beginning 8/1/2004.

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$30.31 to \$30.81, inclusive. The reporting person undertakes to provide to Diodes Incorporated, any security holder of Diodes Incorporated, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote (7) to this Form 4.
- (7)

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.