

AMBARELLA INC

Form 4

April 02, 2015

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 *

TAN LIP BU

(Last) (First) (Middle)

ONE CALIFORNIA STREET,
SUITE 2800

(Street)

SAN FRANCISCO, CA 94111

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading

Symbol

AMBARELLA INC [AMBA]

3. Date of Earliest Transaction

(Month/Day/Year)

03/30/2015

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

 Form filed by One Reporting Person Form filed by More than One Reporting Person**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 Ownership (Instr. 4)	
				Code	V	Amount				(A) or (D)
Ordinary Shares	03/30/2015		G	V	500	D	\$ 0	3,667	D	
Ordinary Shares	03/31/2015		G ⁽¹⁾	V	500	D	\$ 0	3,167	D	
Ordinary Shares	03/31/2015		G ⁽¹⁾	V	500	A	\$ 0	500	I	By Son
Ordinary Shares	03/30/2015		G	V	1,000	D	\$ 0	464	I	See Footnote (2)
Ordinary Shares	03/30/2015		G	V	1,000	A	\$ 0	1,000	I	See Footnote

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- (2) Such shares are held by Lip-Bu Tan & Ysa Loo Trust DTD 2/3/92.
- (3) Such shares are held by Tan & Loo Family Foundation.

The sale price reported in column 4 of Table I represents the weighted average sale price of the shares sold ranging from \$75.76 to \$75.79 per share. Upon request by the Commission staff, the Issuer, or a security holder of the Issuer, the reporting person will provide full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (4) to this Form 4.

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.