LU KEH SHEW Form 4 May 30, 2012

FORM 4

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

OMB APPROVAL OMB

Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average

burden hours per response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

DIODES INC /DEL/ [DIOD]

Symbol

1(b).

(Print or Type Responses)

LU KEH SHEW

1. Name and Address of Reporting Person *

			DIODES INC /DEL/ [DIOD]					(Check all applicable)			
(Last) (First) (Middle) 4949 HEDGCOXE ROAD, SUITE 200			3. Date of Earliest Transaction (Month/Day/Year) 05/25/2012					Director 10% Owner Officer (give title below) below) President & CEO			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
PLANO, TX 7								Form filed by More than One Reporting Person			
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									ally Owned	
1.Title of Security (Instr. 3) Diodes Incorporated Common	2. Transaction Da (Month/Day/Year	r) Executi any	emed fon Date, if /Day/Year)	Code (Instr. 8))	4. Securi nAcquired Disposed (Instr. 3,	l (A) o l of (D)	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)
Stock Diodes Incorporated Common Stock	05/25/2012			G <u>(1)</u>	V	9,800	A	\$0	33,550	I	Custodial
Diodes Incorporated Common Stock	05/25/2012			G(1)	V	9,800	D	\$0	270,950	I	Revocable Trust

Edgar Filing: LU KEH SHEW - Form 4

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

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 control number.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

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.	6. Date Exerci	sable and	7. Title a	ınd	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorNumber	Expiration Da	te	Amount	of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Y	(ear)	Underlyi	ing	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)
	Derivative				Securities			(Instr. 3	and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									mount	
						Date	Expiration e Date	or		
						Exercisable			umber	
								of		
				Code V	$^{\prime}$ (A) (D)			Sh	nares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LU KEH SHEW 4949 HEDGCOXE ROAD SUITE 200 PLANO, TX 75024

President & CEO

Signatures

Richard D. White as Power of Attorney for Keh-Shew Lu

05/30/2012

**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).

This transaction involved a gift of securities by the reporting person to his grandchildren under the Uniform Gifts to Minors Act. The reporting person is custodian of his minor grandchildren's accounts. The transaction reported herein involves a transfer of 9,800 shares

(1) from the reporting person's revocable trust to the custodial accounts. The reporting person disclaims beneficial ownership of the shares held by his minor grandchildren, and this report should not be deemed an admission that the reporting person is the beneficial owner of these shares for purposes of Section 16 or for any other purpose.

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.

Reporting Owners 2