

DIODES INC /DEL/  
Form 8-K  
October 28, 2005

**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

**October 26, 2005**

Date of Report (Date of earliest event reported)

**DIODES INCORPORATED**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other  
jurisdiction of incorporation)

**1-5740**  
(Commission File Number)

**95-2039518**  
(I.R.S. Employer  
Identification Number)

**3050 East Hillcrest Drive**  
**Westlake Village, California**  
(Address of principal executive offices)

**91362**  
(Zip Code)

**(805) 446-4800**  
(Registrant's telephone number, including area code)

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**Item 2.02 Results of Operations and Financial Condition**

On October 26, 2005, Diodes Incorporated issued a press release announcing third quarter 2005 earnings. A copy of the press release is attached as Exhibit 99.1.

On October 26, 2005, Diodes Incorporated hosted a conference call to discuss its third quarter 2005 results. A copy of the transcript is attached as Exhibit 99.2.

During the conference call on October 26, 2005, Dr. Keh-Shew Lu, President and CEO of Diodes Incorporated, as well as Carl C. Wertz, Chief Financial Officer, and Mark King, Sr. Vice President of Sales and Marketing made additional comments during a question and answer session. A copy of the transcript is attached as Exhibit 99.3.

The information in this Form 8-K and the Exhibits attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1984, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

**(c) Exhibits**

Exhibit 99.1 - Press Release dated October 26, 2005

Exhibit 99.2 - Conference call transcript dated October 26, 2005

Exhibit 99.3 - Question and answer transcript dated October 26, 2005

**SIGNATURES**

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.

Dated: October 27, 2005

DIODES INCORPORATED

By: /s/ Carl C. Wertz

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CARL C. WERTZ  
Chief Financial Officer

**EXHIBIT INDEX**

**Exhibit Description  
Number**

99.1 Press Release dated October 26, 2005  
99.2 Conference call transcript dated October 26, 2005

99.3 Question and answer transcript dated October 26, 2005

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