

SOONG RAYMOND
Form 4
March 01, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
SOONG RAYMOND

(Last) (First) (Middle)

15660 DALLAS
PARKWAY, SUITE 850

(Street)

DALLAS, TX 75248

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/25/2011

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 Indirect Beneficial Ownership (Instr. 4) |
|----------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Diodes Incorporated Common Stock | 02/25/2011 | | M ⁽¹⁾ | | 33,610 | A | \$ 2.4652 177,860 |
| Diodes Incorporated Common Stock | 02/25/2011 | | S ⁽⁵⁾⁽⁶⁾ | | 33,610 | D | \$ 29.5662 144,250 |
| Diodes Incorporated Common Stock | 02/28/2011 | | M ⁽⁷⁾ | | 60,295 | A | \$ 2.4652 204,545 |

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Diodes Incorporated Common Stock 02/28/2011 S⁽¹¹⁾ 295 D \$ 29.65 204,250 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| 7/30/01 DIOD NQSO | \$ 2.4652 | 02/25/2011 | | M ⁽²⁾ | 33,610 | 07/30/2002 ⁽⁴⁾ 07/30/2011 | Diodes Incorporated Common Stock 3 |
| 7/30/01 DIOD NQSO | \$ 2.4652 | 02/28/2011 | | M ⁽⁸⁾ | 60,295 | 07/30/2002 ⁽¹⁰⁾ 07/30/2011 | Diodes Incorporated Common Stock 6 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SOONG RAYMOND 15660 DALLAS PARKWAY SUITE 850 DALLAS, TX 75248 | | | | |

Signatures

Richard D. White as power of attorney for Raymond Soong 03/01/2011

**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) Exercise pursuant to a previously established 10b5-1 Plan.

(2) Exercise pursuant to a previously established 10b5-1 Plan.

(3) Granted under Rule 16b-3 Plan.

(4) Non-qualified Stock Options exercisable in three equal annual installments beginning 07/30/2002.

(5) Sale pursuant to a previously established 10b5-1 Plan.

(6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$29.5000 to \$29.7157, 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 (6) to this Form 4.

(7) Exercise pursuant to a previously established 10b5-1 Plan.

(8) Exercise pursuant to a previously established 10b5-1 Plan.

(9) Granted under Rule 16b-3 Plan.

(10) Non-qualified Stock Options exercisable in three equal annual installments beginning 07/30/2002.

(11) Sale pursuant to a previously established 10b5-1 Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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