

Sutherland Ben
Form 4
May 10, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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 *
Sutherland Ben

2. Issuer Name and Ticker or Trading Symbol
POWER INTEGRATIONS INC
[POWI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
17140 CRESCENT DRIVE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/08/2012

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
VP of Sales

LOS GATOS, CA 95030

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 or Price		
Common Stock	05/08/2012		S		290 D \$ 42.4686	D	
Common Stock	05/08/2012		A		5,000 A \$ 0	D	
Common Stock	05/08/2012		M		235 A \$ 21	D	
Common Stock	05/08/2012		S		235 D \$ 42.563	D	
Common Stock	05/08/2012		M		250 A \$ 21.14	D	

Edgar Filing: Sutherland Ben - Form 4

Common Stock	05/08/2012	S	250	D	\$ 42.563	10,457	D
Common Stock	05/08/2012	M	1,500	A	\$ 30.78	11,957	D
Common Stock	05/08/2012	S	1,500	D	\$ 42.563	10,457	D
Common Stock	05/08/2012	S	225	D	\$ 41.4264	10,232	D
Common Stock	05/09/2012	S	325	D	\$ 42.61	9,907	D

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)

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 Underlying Security (Instr. 3 and 4)
				Code	V	(A)	(D)	Title
Incentive Stock Option (right to buy)	\$ 30.78	05/08/2012		M		1,500	02/25/2012 08/05/2021	Common Stock
Incentive Stock Option (right to buy)	\$ 42.88	05/08/2012		A		4,626	11/08/2012 05/08/2022	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 21	05/08/2012		M		235	05/03/2009 11/03/2018	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 21.14	05/08/2012		M		250	10/28/2009 04/28/2019	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 42.88	05/08/2012		A		5,374	11/08/2012 05/08/2022	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sutherland Ben 17140 CRESCENT DRIVE LOS GATOS, CA 95030			VP of Sales	

Signatures

By: /s/ Eric Verity Attorney in Fact For: Ben
Sutherland

05/10/2012

__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).

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.