

LU KEH SHEW  
Form 4  
October 10, 2017

**FORM 4**

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

OMB APPROVAL

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**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 \*  
LU KEH SHEW

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Last) (First) (Middle)  
4949 HEDGCOXE ROAD, SUITE 200

3. Date of Earliest Transaction (Month/Day/Year)  
10/05/2017

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

PLANO, TX 75024

(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  | (A) or (D)   | Price   |
| Diodes Incorporated Common Stock | 10/05/2017                           |  | M <sup>(1)</sup>               |   | 20,000  | A  | \$ 27.95  |
| Diodes Incorporated Common Stock | 10/05/2017                           |  | S <sup>(2)</sup>               |   | 19,622  | D  | \$ 30.98  |
| Diodes Incorporated Common Stock | 10/05/2017                           |  | S <sup>(2)</sup>               |   | 5,103   | D  | \$ 31   |

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|  |            |                        |        |   |          |                       |   |                          |
|--|------------|------------------------|--------|---|----------|-----------------------|---|--------------------------|
| Diodes Incorporated Common Stock                           | 10/10/2017 | <u>S<sup>(2)</sup></u> | 4,897  | D | \$ 31.1  | 1,013,315             | D |                          |
| Diodes Incorporated Common Stock                           | 10/10/2017 | <u>S<sup>(2)</sup></u> | 10,000 | D | \$ 31.5  | 1,003,315             | D |                          |
| Diodes Incorporated Common Stock                           | 10/10/2017 | <u>M<sup>(1)</sup></u> | 31,000 | A | \$ 27.95 | 1,034,315             | D |                          |
| Diodes Incorporated Common Stock                           | 10/10/2017 | <u>S<sup>(2)</sup></u> | 4,897  | D | \$ 31.3  | 1,029,418             | D |                          |
| Diodes Incorporated Common Stock                           | 10/10/2017 | <u>S<sup>(2)</sup></u> | 25,464 | D | \$ 31.28 | 1,003,954             | D |                          |
| Diodes Incorporated Common Stock                           |            |                        |        |   |          | 46,150 <sup>(3)</sup> | I | Custodial                |
| Diodes Incorporated Common Stock                           |            |                        |        |   |          | 90,400                | I | Revocable Trust          |
| Diodes Incorporated Common Stock                           |            |                        |        |   |          | 476,783               | I | Lu Grandchildren's Trust |
| Diodes Incorporated Common Stock - Performance Stock Units |            |                        |        |   |          | 62,905                | D |                          |

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

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(4) Non-qualified stock options exercisable in four equal annual installments beginning 05/29/2009.

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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