STICH JOHN M Form 4

February 16, 2011

FORM 4

Check this box

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

2. Issuer Name and Ticker or Trading

Washington, D.C

if no longer subject to Section 16. Form 4 or STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction

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

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

STICH JOHN M			Symbol DIODES	Symbol DIODES INC /DEL/ [DIOD]					(Check all applicable) Director 10% Owner Officer (give title below) Director 10% Owner Other (specify below)				
(Last) (First) (Middle) 15660 DALLAS PARKWAY, SUITE 850			3. Date of Earliest Transaction (Month/Day/Year) 02/15/2011					belov					
DALLAS, TX	(Street) ALLAS, TX 75248				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 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) Diodes Incorporated	2. Transaction (Month/Day/Y	Year) Execu	Deemed ution Date, if th/Day/Year)	Code (Instr. 8	etion 3)	4. Securit for Dispos (Instr. 3, 4)	ed of		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) Stich Family		
Common Stock									7,312	I	Holdings, LLC		
Diodes Incorporated Common Stock	02/15/2011			M		10,000	A	\$ 8.1422	36,488	D			
Diodes Incorporated Common	02/15/2011			S(3)		10,000	D	\$ 29.2545	26,488	D			

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

Estimated average

burden hours per

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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)

 Title of 	2.	3. Transaction Date	3A. Deemed	4. 5. Number of		Date Exercisab	7. Title and Amount o		
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orDerivative	Expiration Date	Underlying Securities		
Security	or Exercise		any	Code Securities		(Month/Day/Year	(Instr. 3 and 4)		
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)				
	Derivative				or Disposed of				
	Security				(D)				
				(Instr. 3, 4,					
					and 5)				
						Date Exercisable	Expiration Date	Title	Am or Nur
				Code V	(A) (D)				of S
7/14/04 DIOD NQSO	\$ 8.1422	02/15/2011		M	10,000	07/14/2005(2)	07/14/2014	Diodes Incorporated Common Stock	10

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

STICH JOHN M 15660 DALLAS PARKWAY SUITE 850 DALLAS, TX 75248

Signatures

Richard D. White as Power of Attorney for John Stich 02/16/2011

**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) Granted under Rule 16b-3 Plan.
- (2) Non-qualified stock options exercisable in three equal annual installments beginning 07/14/2005.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$29.16 to \$29.3107, 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 (3) to this Form 4.

Reporting Owners 2

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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.