

Zhou Quan
Form 3
March 28, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â IDG-ACCEL CHINA GROWTH FUND II L P | | | (Month/Day/Year) | MEMSIC Inc [MEMS] | |
| (Last) | (First) | (Middle) | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| C/O IDG VC MANAGEMENT LTD., UNIT 1509,,Â THE CENTER, 99 QUEEN'S ROAD | | | | (Check all applicable) | |
| (Street) | | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| CENTRAL, HONG KONG,Â F4Â | | | | <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | <input type="checkbox"/> Form filed by One Reporting Person |
| (City) | (State) | (Zip) | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 4,725,223 | D <u>(1)</u> <u>(2)</u> <u>(3)</u> Â | |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--|---------------------------|----------------------|---|
|--|--|--|---------------------------|----------------------|---|

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| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) |
|------------------|-----------------|-------|----------------------------|------------------------------|---|
| | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| IDG-ACCEL CHINA GROWTH FUND II L P C/O IDG VC MANAGEMENT LTD., UNIT 1509, THE CENTER, 99 QUEEN'S ROAD CENTRAL, HONG KONG, F4 | ^ | ^ X | ^ | ^ |
| Zhou Quan C/O IDG VC MANAGEMENT LTD. UNIT 1509, THE CENTER, 99 QUEEN'S RD CENTRAL, K3 | ^ X | ^ | ^ | ^ |
| McGovern Patrick J C/O IDG VC MANAGEMENT LTD. UNIT 1509, THE CENTER, 99 QUEEN'S RD CENTRAL, K3 | ^ | ^ X | ^ | ^ |
| IDG-Accel China Growth Fund GP II Associates Ltd. C/O IDG VC MANAGEMENT LTD. UNIT 1509, THE CENTER, 99 QUEEN'S RD CENTRAL, K3 | ^ | ^ X | ^ | ^ |
| IDG-Accel China Growth Fund II Associates L.P. C/O IDG VC MANAGEMENT LTD. UNIT 1509, THE CENTER, 99 QUEEN'S RD CENTRAL, K3 | ^ | ^ X | ^ | ^ |

Signatures

IDG-ACCEL CHINA GROWTH FUND II L.P. By: IDG-Accel China Growth Fund II Associates L.P., its General Partner By: IDG-Accel China Growth Fund GP II Associates Ltd., its General Partner /s/ Quan Zhou Name: Quan Zhou Title: Authorized Signatory 03/28/2011

Date

**Signature of Reporting Person

IDG-ACCEL CHINA GROWTH FUND II ASSOCIATES L.P. By: IDG-Accel China Growth Fund GP II Associates Ltd., its General Partner /s/ Quan Zhou Name: Quan Zhou Title: Authorized Signatory 03/28/2011

Date

**Signature of Reporting Person

IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD. /s/ Quan Zhou Name: Quan Zhou Title: Authorized Signatory 03/28/2011

Date

**Signature of Reporting Person

/s/ Patrick J. McGovern 03/28/2011

Date

__Signature of Reporting Person

Date

/s/ Quan Zhou

03/28/2011

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

IDG-Accel China Growth Fund II L.P. ("IDG China Fund LP") is the record owner of 4,146,394 shares ("Shares") of the common stock, par value \$0.001 each, of MEMSIC, Inc., IDG-Accel China Investors II L.P. ("IDG China Investors LP") is the record owner of 339,108 Shares, IDG Technology Venture Investments, LP. ("IDG Technology LP") is the record owner of 150,000 Shares, IDG Technology Venture Investments, LLC ("IDG Technology LLC") is the record owner of 71,393 Shares and IDG Technology Venture Investment III, L.P. ("IDG Technology III LP") is the record owner of 18,328 Shares. IDG China Fund LP is a limited partnership organized under the laws of Cayman Islands. The general partner of IDG China Fund LP is IDG-Accel China Growth Fund II Associates L.P. ("IDG China Fund Associates LP"), a limited partnership organized under the laws of Cayman Islands.

(1) The general partner of IDG China Associates LP is IDG-Accel China Growth Fund GP II Associates Ltd. ("IDG China Fund GP"), a limited liability company incorporated under laws of Cayman Islands. IDG China Investors LP is a limited partnership organized under the laws of Cayman Islands. The general partner of IDG China Investors LP is IDG China Fund GP. The directors and executive officers of IDG China Fund GP are Patrick J. McGovern and Quan Zhou.

(2) IDG Technology LP is a Delaware limited partnership the general partner of which is IDG Technology LLC. IDG Technology III LP is a Delaware limited partnership the general partner of which is IDG Technology Venture Investment III, LLC ("IDG Technology III LLC"). Patrick J. McGovern and Quan Zhou are the sole managing members of IDG Technology LLC and IDG Technology III LLC.

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Remarks:

This report is being jointly filed by IDG China Fund LP, IDG China Fund Associates LP, IDG China Fund LP, IDG China Fund Associates LP, IDG China Fund LP, IDG China Fund Associates LP. Each of the reporting persons may be deemed to have beneficial ownership of more than 10% of the Issuer. Quan Zhou has filed a separate Form 3 as a director of the Issuer.

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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