

Zhao Yang  
 Form 4  
 September 01, 2011

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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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 \*  
 Zhao Yang

(Last) (First) (Middle)

ONE TECH DRIVE, STE 325

(Street)

ANDOVER, MA 01810

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 MEMSIC Inc [MEMS]

3. Date of Earliest Transaction (Month/Day/Year)  
 08/30/2011

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)

Chief Executive Officer

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	08/30/2011		S		220 D \$ 2.58	461,142	I See Footnote (1)
Common Stock	08/30/2011		S		180 D \$ 2.59	460,962	I See Footnote (1)
Common Stock	08/30/2011		S		300 D \$ 2.6	460,662	I See Footnote (1)
Common Stock	08/30/2011		S		700 D \$ 2.65	459,962	I See Footnote

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Common Stock	08/30/2011	S	100	D	\$ 2.7	459,862	I	(1) See Footnote (1)
Common Stock	08/31/2011	S	100	D	\$ 2.54	459,762	I	(1) See Footnote (1)
Common Stock	08/31/2011	S	225	D	\$ 2.57	459,537	I	(1) See Footnote (1)
Common Stock	08/31/2011	S	75	D	\$ 2.58	459,462	I	(1) See Footnote (1)
Common Stock	08/31/2011	S	100	D	\$ 2.62	459,362	I	(1) See Footnote (1)
Common Stock	08/31/2011	S	100	D	\$ 2.63	459,262	I	(1) See Footnote (1)
Common Stock	08/31/2011	S	200	D	\$ 2.66	459,062	I	(1) See Footnote (1)
Common Stock	08/31/2011	S	100	D	\$ 2.75	458,962	I	(1) See Footnote (1)
Common Stock	08/31/2011	S	100	D	\$ 2.81	458,862	I	(1) (2) See Footnote (1) (2)
Common Stock						310,141	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.**

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(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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
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Code	V	(A) or		Date	Expiration	Title	Amount or Number of Shares
		Disposed	of (D)				
		(Instr. 3, 4, and 5)		Exercisable	Date		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zhao Yang ONE TECH DRIVE STE 325 ANDOVER, MA 01810	X		Chief Executive Officer	

## Signatures

/s/ Patricia Niu,  
attorney-in-fact  
09/01/2011

\*\*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) Shares sold from the Yang Zhao Children' Grantor Retained Annuity Trust. Sales made pursuant to a Rule 10(b)5-1 Plan adopted in August 2011.  
Includes 125,675 shares of common stock held by the reporting person as trustee of the Yang Zhao Children' Grantor Retained Annuity
- (2) Trust and 333,187 shares of common stock held by the reporting person as trustee of the Yang Zhao Grantor Retained Annuitiy Trust FBO Naifeng Yang.

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.