

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <b>KING MARK A</b> <hr/> (Last) (First) (Middle) <b>4949 HEDGE COXE ROAD</b> <b>SUITE 200</b> <hr/> (Street) <b>PLANO TX 75024</b> <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <b>DIODES INC /DEL/ [ DIOD ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>SVP Sales &amp; Marketing</b>		
			3. Date of Earliest Transaction (Month/Day/Year) <b>05/12/2011</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
			4. If Amendment, Date of Original Filed (Month/Day/Year)					

**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	05/12/2011		M		21,275	A	\$5.7955	39,199	D	
Diodes Incorporated Common Stock	05/12/2011		M		9,916	A	\$5.7955	49,115	D	
Diodes Incorporated Common Stock	05/12/2011		M		9,309	A	\$5.7955	58,424	D	
Diodes Incorporated Common Stock	05/12/2011		s <sup>(7)</sup>		40,500	D	\$30.6238	17,924	D	

**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 Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Amount or Number of Shares
8/1/03 DIOD ISO	\$5.7955	05/12/2011		M		21,275		08/01/2004 <sup>(2)</sup>	08/01/2013	Diodes Incorporated Common Stock	21,275	\$0 <sup>(1)</sup>	0	D	
8/1/03 DIOD NQSO	\$5.7955	05/12/2011		M		9,916		08/01/2004 <sup>(4)</sup>	08/01/2013	Diodes Incorporated Common Stock	9,916	\$0 <sup>(3)</sup>	9,309	D	
8/1/03 DIOD NQSO	\$5.7955	05/12/2011		M		9,309		08/01/2004 <sup>(6)</sup>	08/01/2013	Diodes Incorporated Common Stock	9,309	\$0 <sup>(5)</sup>	0	D	

**Explanation of Responses:**

- Granted under Rule 16b-3 Plan.
- Incentive stock options exercisable in three equal installments beginning 8/1/2004.
- Granted under Rule 16b-3 Plan.
- Non-qualified stock options exercisable in three equal installments beginning 8/1/2004.
- Granted under Rule 16b-3 Plan.
- Non-qualified stock options exercisable in three equal installments beginning 8/1/2004.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$30.31 to \$30.81, 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 (7) to this Form 4.

Richard D. White as Power of Attorney for Mark King 05/13/2011

\*\* Signature of Reporting Person Date

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

\* 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.

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 Number.