

WERTZ CARL C
Form 4
August 15, 2006

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 *
WERTZ CARL C

(Last) (First) (Middle)

C/O DIODES INC, 3050 E
HILLCREST DR

(Street)

WESTLAKE, CA 91362

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
08/14/2006

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 Financial 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)
				(A) or (D)	Price		
Common Stock	08/14/2006		S ⁽²⁾	6,750 D	\$ 35 37,171	D	
Common Stock	08/14/2006		S ⁽²⁾	9,000 D	\$ 35.5 28,171	D	
Common Stock	08/15/2006		S ⁽²⁾	24,750 D	\$ 36 3,421	D	
Common Stock	08/15/2006		M ⁽¹⁾	28,125 A	\$ 2.22 31,546	D	
Common Stock	08/15/2006		S ⁽²⁾	10,125 D	\$ 37.5 21,421	D	

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Common Stock	08/15/2006	S ⁽²⁾	18,000	D	\$ 37	3,421	D
Common Stock	08/15/2006	M ⁽¹⁾	28,125	A	\$ 1.4815	31,546	D
Common Stock	08/15/2006	S ⁽²⁾	28,125	D	\$ 36.5	3,421	D

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

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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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock (Right to Buy)	\$ 2.22	08/15/2006		M ⁽¹⁾	28,125	10/01/1999 ⁽³⁾ 10/01/2008	Common Stock	28,125	
Common Stock (Right to Buy)	\$ 1.4815	08/15/2006		M ⁽¹⁾	28,125	10/01/1999 ⁽³⁾ 10/01/2008	Common Stock	28,125	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WERTZ CARL C C/O DIODES INC 3050 E HILLCREST DR WESTLAKE, CA 91362			Chief Financial Officer	

Signatures

Carl C. Wertz

08/15/2006

**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) Exercise pursuant to previously filed 10b5-1 Plan.
- (2) Sale pursuant to previously filed 10b5-1 Plan.
- (3) Options exercisable in 3 equal annual installments beginning 10/01/1999.
- (4) Options granted under Rule 16b-3 Plan.

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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