

INPHI Corp
Form 4
July 09, 2013

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 *
Yeung Norman

(Last) (First) (Middle)
2953 BUNKER HILL
LANE, SUITE 300

(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INPHI Corp [IPHI]

3. Date of Earliest Transaction
(Month/Day/Year)
07/05/2013

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)
Sr. V. P., Engineering

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 Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 07/05/2013 | | M ⁽¹⁾ | | 12,204 | A | \$ 1.47 | 119,114 | D | |
| Common Stock | 07/05/2013 | | S ⁽¹⁾ | | 12,204 | D | \$ 11.5 | 106,910 | D | |
| Common Stock | 07/05/2013 | | M ⁽¹⁾ | | 5,236 | A | \$ 9.29 | 112,146 | D | |
| Common Stock | 07/05/2013 | | S ⁽¹⁾ | | 5,236 | D | \$ 11.5 | 106,910 | D | |
| Common Stock | 07/08/2013 | | M ⁽¹⁾ | | 550 | A | \$ 9.29 | 107,460 | D | |

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| | | | | | | | | |
|--------------|------------|------------------|-----|---|-----------------------------|---------|---|------------------|
| Common Stock | 07/08/2013 | S ⁽¹⁾ | 550 | D | \$ 11.5527 <u>(4)</u> | 106,910 | D | |
| Common Stock | | | | | | 8,571 | I | Held by son |
| Common Stock | | | | | | 8,571 | I | Held by daughter |

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 (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 Security (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Employee Stock Option (right to buy) | \$ 1.47 | 07/05/2013 | | M ⁽¹⁾ | 12,204 | 02/25/2012 ⁽²⁾ | 02/25/2019 | Common Stock | 12,204 |
| Employee Stock Option (right to buy) | \$ 9.29 | 07/05/2013 | | M ⁽¹⁾ | 5,236 | 04/30/2015 ⁽³⁾ | 04/30/2020 | Common Stock | 5,236 |
| Employee Stock Option (right to buy) | \$ 9.29 | 07/08/2013 | | M ⁽¹⁾ | 550 | 04/30/2015 ⁽³⁾ | 04/30/2020 | Common Stock | 550 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

Yeung Norman
2953 BUNKER HILL LANE
SUITE 300
SANTA CLARA, CA 95054

Sr. V. P., Engineering

Signatures

/s/ John Edmunds,
attorney-in-fact

07/09/2013

__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) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan.
- (2) This option is fully vested.
- (3) This option vests in 48 monthly installments from 4/30/11 to 4/30/15.

Represents the sales price for a number of sale transactions effected at prices ranging from \$11.50 to \$11.5527. The Reporting Person has

- (4) provided to the issuer, and undertakes to provide upon request by the SEC staff, or any security holder of the issuer, information regarding the number of shares sold at each separate price within the range.

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.