## Edgar Filing: Goehl Daniel - Form 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue <b>STATEMENT C</b> <b>STATEMENT C</b>	S SECURITIES AND EXCHANGE ( Washington, D.C. 20549 OF CHANGES IN BENEFICIAL OW SECURITIES Section 16(a) of the Securities Exchange Public Utility Holding Company Act of ) of the Investment Company Act of 19	NERSHIP OFSumble is a state of		
(Print or Type Responses)				
1. Name and Address of Reporting Person <u>*</u> Goehl Daniel	2. Issuer Name <b>and</b> Ticker or Trading Symbol InvenSense Inc [INVN]	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (Middle)	3. Date of Earliest Transaction	(Check all applicable)		
1197 BORREGAS AVENUE	(Month/Day/Year) 06/07/2012	Director 10% Owner X Officer (give title Other (specify below) below) Vice President		
(Street)	(Street) 4. If Amendment, Date Original 6. Individual or Jo Filed(Month/Day/Year) Applicable Line) _X_ Form filed by O			
SUNNYVALE, CA 94089		Form filed by More than One Reporting Person		
(City) (State) (Zip)	Table I - Non-Derivative Securities Ac	quired, Disposed of, or Beneficially Owned		
(Instr. 3) any	med 3. 4. Securities Acquired (A n Date, if Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8) (A) or Code V Amount (D) Price	SecuritiesOwnershipIndirectBeneficiallyForm:BeneficialOwnedDirect (D)OwnershipFollowingor Indirect(Instr. 4)Reported(I)Transaction(s)(Instr. 4)(Instr. 3 and 4)		
Common 06/07/2012 Stock	S 25,000 D $\frac{$}{11.20}$	373 958 D		
Common 06/07/2012 Stock	S <u>(1)</u> 47,072 D \$ 11.9	5 326,886 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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
	Director	10% Owner	Officer	Other		
Goehl Daniel 1197 BORREGAS AVENUE SUNNYVALE, CA 94089			Vice President			
Signatures						
/s/ Jim Callas, as attorney in fact Goehl	for Daniel	l	06/08/2012			
**Signature of Reporting Perso	on		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 Sales Plan adopted by the reporting person on May 7, 2012.

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.