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ARTIMAN VENTURES L P

Form 4/A August 03, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

X__ 10% Owner

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

Check this box

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

See Instruction

1(b).

(Print or Type Responses)

2000 UNIVERSITY

AVENUE, SUITE 602

(Street)

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading Artiman, L.L.C. Symbol InvenSense Inc [INVN] (First) (Middle) (Last)

(Check all applicable) 3. Date of Earliest Transaction

Other (specify Officer (give title below)

6. Individual or Joint/Group Filing(Check

Form filed by One Reporting Person

5. Relationship of Reporting Person(s) to

4. If Amendment, Date Original Filed(Month/Day/Year)

(Month/Day/Year)

07/26/2012

Applicable Line) 07/31/2012

X_ Form filed by More than One Reporting

Issuer

Director

PALO ALTO, CA 94303

Stock

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

	1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securiti	ies	5. Amount of	6. Ownership	7. Nature of
	Security	(Month/Day/Year)	Execution Date, if	TransactionAcquired (A) or		Securities	Form: Direct	Indirect	
	(Instr. 3)		any	Code	Disposed	of (D)	Beneficially	(D) or	Beneficial
			(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
						(4)	Reported		
						(A)	Transaction(s)		
				C-1- V	A 4	or (D) Price	(Instr. 3 and 4)		
	C			Code V	Amount	(D) Price			C
	Common Stock						12,795,127 (1)	I	See
				12,1,20,12.	12,793,127	•	footnote (2)		
	Common								See
							82,678 (1)	I	
	Stock								footnote $\underline{^{(3)}}$
	Common								See
	Common						167.268 ⁽¹⁾	I	500

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

footnote (4)

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A 4		
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
				C 1 17	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
Artiman, L.L.C. 2000 UNIVERSITY AVENUE SUITE 602 PALO ALTO, CA 94303		X					
ARTIMAN VENTURES L P 2000 UNIVERSITY AVENUE SUITE 602 PALO ALTO, CA 94303		X					
ARTIMAN VENTURES SIDE FUND L P 2000 UNIVERSITY AVENUE SUITE 602 PALO ALTO, CA 94303		X					
Artiman Ventures Side Fund II, L.P. 2000 UNIVERSITY AVENUE SUITE 602 PALO ALTO, CA 94303		X					

Signatures

s/ Amit Shah, as Managing Member of Artiman, L.L.C, General Partner of each of Artiman Ventures, L.P., Artiman Ventures Side Fund, L.P., and Artiman Ventures Side Fund II, L.P.

08/03/2012

**Signature of Reporting Person

Date

Reporting Owners 2

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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) Restated to the reflect correct holding as at July 31, 2012 after excluding the duplicate filings. See remarks section.
- Securities directly held by Artiman Ventures, L.P. Amit Shah, Yatin Mundkur and Saurabh Srivastava are the Managing Members of Artiman, L.L.C., the General Partner of Artiman Ventures, L.P., and may be deemed to have voting control and investment power over the securities held by Artiman Ventures, L.P., but disclaim beneficial ownership of the securities held by Artiman Ventures, L.P. except to the extent of their pecuniary interest therein.
- Securities directly held by Artiman Ventures Side Fund, L.P. Amit Shah, Yatin Mundkur and Saurabh Srivastava are the Managing

 Members of Artiman, L.L.C., the General Partner of Artiman Ventures Side Fund, L.P., and may be deemed to have voting control and investment power over the securities held by Artiman Ventures Side Fund, L.P., but disclaim beneficial ownership of the securities held by Artiman Ventures Side Fund, L.P. except to the extent of their pecuniary interest therein.
- Securities directly held by Artiman Ventures Side Fund II, L.P. Amit Shah, Yatin Mundkur and Saurabh Srivastava are the Managing

 Members of Artiman, L.L.C., the General Partner of Artiman Ventures Side Fund II, L.P., and may be deemed to have voting control and investment power over the securities held by Artiman Ventures Side Fund II, L.P., but disclaims beneficial ownership of the securities held by Artiman Ventures Side Fund II, L.P. except to the extent of their pecuniary interest therein.

Remarks:

On July 31, 2012 two Form 4's were filed for the reporting persons noted in this filing. Inadvertently these forms were filed as

This amendment is being filed to inform readers about the above noted error and to clarify the correct holdings of the reporting 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.