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FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB Mumber: 3235-0287 3235-0287 Check this box if no longer subject on Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. MB SECURITIES Statement of changes in section section 16. Statement of changes in section section 17.(a) of the Public Utility Holding Company Act of 1934, obligations see Instruction 16.b. Statement of securities Exchange Act of 1934, section 17.(a) of the Public Utility Holding Company Act of 1935 or Section 17.(b) Statement of securities in securitis securitin securities in securities in securities i	InvenSense I Form 4 October 25, 2											
Charles SECONTTES AND EXCHARGE COMMINISION OMB 3235-0287 Washington, D.C. 20549 Number: 3235-0287 Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Expires: 2005 Section 16. SECURITIES Section 16. Form 4 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction 30(h) of the Investment Company Act of 1940 Issuer 1(b). (Print or Type Responses) S. Relationship of Reporting Person(s) to 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading Symbol S. Relationship of Reporting Person(s) to InvenSense Inc [INVN] (Check all applicable) Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Z. Director	FORM	1							-	PPROVAL		
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(A) Reported Transaction(s)						(A)						
or (Instr. 3 and 4)				a .			D.					
Code v Amount (D) Price	Com			Code V		(D)		. ,				
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Stock (1)	SLOCK				(1)		1.35					

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.

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

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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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Abdi Behrooz L. C/O INVENSENSE INC. 1745 TECHNOLOGY DRIVE SAN JOSE, CA 95110	Х		CEO and President					
Signatures								
/s/ David Young, Attorney-in-F Abdi	10/25/2016							
<u>**</u> Signature of Reporting	Date							
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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) Payment of tax liability through withholding of shares in connection with the vesting of a security issued in accordance with Rule 16b-3.

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.