Edgar Filing: InvenSense Inc - Form 4

InvenSense I	nc									
Form 4										
December 16	5, 2016									
FORM								OMB APPROVAL		
	UNITED	Washington, D.C. 20549							3235-0287	
Check thi if no long subject to Section 1 Form 4 or	s box er STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 5. SECURITIES								s: January 31, 2005 ted average hours per se 0.5	
Form 5 obligations may continue. See Instruction 1(b). 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 F	Responses)									
1. Name and A Goehl Danie	Symbol	2. Issuer Name and Ticker or Trading Symbol InvenSense Inc [INVN]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (N				(Chec			ck all applicable)		
C/O INVEN TECHNOLO	(Month/	(Month/Day/Year) 12/14/2016				Director 10% Owner X Officer (give title Other (specify below) below) VPWorldwide Sales				
			. If Amendment, Date Original iled(Month/Day/Year)				6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person			
SAN JOSE,						Form filed by More than One Reporting Person				
(City)	(State) ((Zip) Tal	ole I - Non-I	Derivative S	Securi	ties Acq	uired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	ecurity (Month/Day/Year) Execution Date, if			4. Securit on(A) or Di (Instr. 3, 4	sposed 4 and 5 (A) or	5)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	12/14/2016		Code V M	Amount 20,000	(D) A	Price \$ 6.11	35,000	D		
Common Stock	12/14/2016		S <u>(1)</u>	20,000	D	\$ 11.1	15,000	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. Number of orDerivative 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)		8 I S (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 6.11	12/14/2016		М	20,000	(2)	01/19/2021	Common Stock	20,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Goehl Daniel C/O INVENSENSE INC. 1745 TECHNOLOGY DRIVE SAN JOSE, CA 95110			VPWorldwide Sales				
Signatures							
/s/ David Young, Attorney-in-Fa Goehl	ct For: Da	niel	12/15/2016				
**Signature of Reporting Per	son		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 June 17, 2016.

(2) Option vested 100% on November 15, 2014.

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.