

DIODES INC /DEL/  
Form 8-K  
May 12, 2008

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934  
May 8, 2008  
Date of Report (Date of earliest event reported)  
DIODES INCORPORATED  
(Exact name of registrant as specified in its charter)**

**Delaware**  
(State or other  
jurisdiction of  
incorporation)

**002-25577**  
(Commission File Number)

**95-2039518**  
(I.R.S. Employer  
Identification No.)

**15660 North Dallas Parkway, Suite 850  
Dallas, TX**  
(Address of principal executive offices)

**75248**  
(Zip Code)

**(972) 385-2810**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02 Results of Operations and Financial Condition.**

On May 8, 2008, Diodes Incorporated issued a press release announcing first quarter 2008 results. A copy of the press release is attached as Exhibit 99.1.

On May 8, 2008, Diodes Incorporated hosted a conference call to discuss its first quarter 2008 results. A recording of the conference call has been posted on its website at [www.diodes.com](http://www.diodes.com). A copy of the script is attached as Exhibit 99.2.

During the conference call on May 8, 2008, Dr. Keh-Shew Lu, President and CEO of Diodes Incorporated, as well as Carl C. Wertz, Chief Financial Officer, Rick White, Senior Vice President of Finance, and Mark King, Senior Vice President of Sales and Marketing, made additional comments during a question and answer session. A copy of the transcript is attached as Exhibit 99.3.

The information in this Form 8-K and the exhibits attached hereto shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

- |              |  |
|--------------|--|
| Exhibit 99.1 | Press release dated May 8, 2008                  |
| Exhibit 99.2 | Conference call script dated May 8, 2008         |
| Exhibit 99.3 | Question and answer transcript dated May 8, 2008 |
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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: May 12, 2008

DIODES INCORPORATED

By /s/ Carl C. Wertz  
CARL C. WERTZ  
Chief Financial Officer

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**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press release dated May 8, 2008
99.2	Conference call script dated May 8, 2008
99.3	Question and answer transcript dated May 8, 2008