

PACVEN WALDEN VENTURES V LP
 Form 3
 November 10, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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 Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| ^ Pacven Walden Management V Co. Ltd. | | (Month/Day/Year) | INPHI Corp [IPHI] | |
| (Last) | (First) | 11/10/2010 | | |
| | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| ONE CALIFORNIA ST.,^ SUITE 2800 | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | <input checked="" type="checkbox"/> 10% Owner | <input type="checkbox"/> Form filed by One Reporting Person |
| | | | <input type="checkbox"/> Officer | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
| | | | (give title below) (specify below) affiliate | |
| SAN FRANCISCO,^ CA^ 94111 | | | | |
| (City) | (State) | (Zip) | | |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

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

SEC 1473 (7-02)

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

| | | | | | |
|--|--|---|--|--|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | or Indirect (1) (Instr. 5) | |
|--------------------------|-------|-------|--------------|---------|--------|----------------------------------|---|
| Series B Preferred Stock | Â (1) | Â (1) | Common Stock | 799,549 | \$ (1) | I | By Pacven Walden Ventures V, L.P. (2) |
| Series C Preferred Stock | Â (1) | Â (1) | Common Stock | 963,153 | \$ (1) | I | By Pacven Walden Ventures V, L.P. (2) |
| Series D Preferred Stock | Â (1) | Â (1) | Common Stock | 269,653 | \$ (1) | I | By Pacven Walden Ventures V, L.P. (2) |
| Series E Preferred Stock | Â (1) | Â (1) | Common Stock | 242,533 | \$ (1) | I | By Pacven Walden Ventures V, L.P. (2) |
| Series B Preferred Stock | Â (1) | Â (1) | Common Stock | 1,960 | \$ (1) | I | By Pacven Walden Ventures V Associates Fund, L.P. (2) |
| Series C Preferred Stock | Â (1) | Â (1) | Common Stock | 2,361 | \$ (1) | I | By Pacven Walden Ventures V Associates Fund, L.P. (2) |
| Series D Preferred Stock | Â (1) | Â (1) | Common Stock | 661 | \$ (1) | I | By Pacven Walden Ventures V Associates Fund, L.P. (2) |
| Series E Preferred Stock | Â (1) | Â (1) | Common Stock | 594 | \$ (1) | I | By Pacven Walden Ventures V Associates Fund, L.P. (2) |
| Series B Preferred Stock | Â (1) | Â (1) | Common Stock | 18,425 | \$ (1) | I | By Pacven Walden Ventures Parallel V-A C.V. (2) |
| Series C Preferred Stock | Â (1) | Â (1) | Common Stock | 22,195 | \$ (1) | I | By Pacven Walden Ventures Parallel V-A C.V. (2) |
| Series D Preferred Stock | Â (1) | Â (1) | Common Stock | 6,214 | \$ (1) | I | By Pacven Walden Ventures Parallel V-A C.V. (2) |
| Series E Preferred Stock | Â (1) | Â (1) | Common Stock | 5,589 | \$ (1) | I | By Pacven Walden Ventures Parallel V-A C.V. (2) |
| Series B Preferred Stock | Â (1) | Â (1) | Common Stock | 18,425 | \$ (1) | I | By Pacven Walden Ventures Parallel |

| | | | | | | | V-B C.V. ⁽²⁾ |
|--------------------------|------------------|------------------|--------------|--------|-------------------|---|---|
| Series C Preferred Stock | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 22,195 | \$ ⁽¹⁾ | I | By Pacven Walden Ventures Parallel V-B C.V. ⁽²⁾ |
| Series D Preferred Stock | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 6,214 | \$ ⁽¹⁾ | I | By Pacven Walden Ventures Parallel V-B C.V. ⁽²⁾ |
| Series E Preferred Stock | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 5,589 | \$ ⁽¹⁾ | I | By Pacven Walden Ventures Parallel V-B C.V. ⁽²⁾ |
| Series B Preferred Stock | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 12,889 | \$ ⁽¹⁾ | I | By Pacven Walden Ventures V-QP Associates Fund, L.P. ⁽²⁾ |
| Series C Preferred Stock | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 15,527 | \$ ⁽¹⁾ | I | By Pacven Walden Ventures V-QP Associates Fund, L.P. ⁽²⁾ |
| Series D Preferred Stock | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 4,347 | \$ ⁽¹⁾ | I | By Pacven Walden Ventures V-QP Associates Fund, L.P. ⁽²⁾ |
| Series E Preferred Stock | Â ⁽¹⁾ | Â ⁽¹⁾ | Common Stock | 3,909 | \$ ⁽¹⁾ | I | By Pacven Walden Ventures V-QP Associates Fund, L.P. ⁽²⁾ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-----------|
| | Director | 10% Owner | Officer | Other |
| Pacven Walden Management V Co. Ltd. ONE CALIFORNIA ST. SUITE 2800 SAN FRANCISCO, CA 94111 | Â | Â X | Â | affiliate |
| PACVEN WALDEN VENTURES V LP ONE CALIFORNIA ST., SUITE 2800 SAN FRANCISCO, CA 94111 | Â | Â X | Â | affiliate |
| PACVEN WALDEN VENTURES V ASSOCIATES FUND LP ONE CALIFORNIA ST. SUITE 2800 SAN FRANCISCO, CA 94111 | Â | Â | Â | affiliate |
| | Â | Â | Â | affiliate |

Pacven Walden Ventures Parallel V-A C.V.
 ONE CALIFORNIA ST.
 SUITE 2800
 SAN FRANCISCO, CA 94111

Pacven Walden Ventures Parallel V-B C.V.
 ONE CALIFORNIA ST.
 SUITE 2800
 SAN FRANCISCO, CA 94111

^ ^ ^ affiliate

PACVEN WALDEN VENTURES V QP ASSOCIATES FUND LP
 ONE CALIFORNIA ST.
 SUITE 2800
 SAN FRANCISCO, CA 94111

^ ^ ^ affiliate

Signatures

/s/ Mary
 Coleman 11/10/2010

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 convertible preferred stock is convertible at anytime, at the holder's option, on a one-for-one basis and has no expiration date.
- Pacven Walden Management V Co., Ltd. ("Pacven V Mgmt"), the Designated Filer, is the general partner of Pacven Walden Ventures V, L.P. ("Pacven Ventures V"), Pacven Walden Ventures Parallel V-A C.V. ("Pacven V Parallel A"), Pacven Walden Ventures Parallel V-B C.V. ("Pacven V Parallel B"), Pacven Walden Ventures V-QP Associates Fund, L.P. ("Pacven V-QP"), and Pacven Walden Ventures V Associates Fund, L.P. ("Pacven V A"). Lip-Bu Tan is the sole director of Pacven V Mgmt and shares voting and investment power with respect to the shares held by Pacven Ventures V, Pacven V Parallel A, Pacven V Parallel B, Pacven V-QP, and Pacven V A with the other members of the Investment Committee of Pacven V Mgmt. The members of such Investment Committee are Lip-Bu Tan, Andrew Kau, Mary Coleman, Hock Voon Loo and Brian Chiang. Each such person disclaims beneficial ownership of the shares except to the extent of his or her pecuniary interest.

^

Remarks:

Form 2 of 2

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.