

INPHI Corp
 Form 4
 November 16, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
 TAN LIP BU

(Last) (First) (Middle)

ONE CALIFORNIA ST., SUITE 2800

(Street)

SAN FRANCISCO, CA 94111

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 INPHI Corp [IPHI]

3. Date of Earliest Transaction (Month/Day/Year)
 11/16/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	11/16/2010		C		59,210	A	① 59,210	I	By Asian Venture Capital Investment Corporation (2) (3)
Common Stock	11/16/2010		C		59,210	A	① 59,210	I	By International Venture Capital Investment Corporation

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								(2) (3)
Common Stock	11/16/2010	C	59,210	A	<u>(1)</u>	59,210	I	By International Venture Capital Investment III Corp. <u>(2)</u> <u>(3)</u>
Common Stock	11/16/2010	C	52,423	A	<u>(1)</u>	52,423	I	By Pacven Walden Ventures Parallel V-A C.V. <u>(2)</u> <u>(3)</u>
Common Stock	11/16/2010	C	52,423	A	<u>(1)</u>	52,423	I	By Pacven Walden Ventures Parallel V-B. C.V. <u>(2)</u> <u>(3)</u>
Common Stock	11/16/2010	C	62,642	A	<u>(1)</u>	62,642	I	By Pacven Walden Ventures Parallel VI, L.P. <u>(2)</u> <u>(3)</u>
Common Stock	11/16/2010	C	5,576	A	<u>(1)</u>	5,576	I	By Pacven Walden Ventures V Associates Fund, L.P. <u>(2)</u> <u>(3)</u>
Common Stock	11/16/2010	C	2,274,888	A	<u>(1)</u>	2,274,888	I	By Pacven Walden Ventures V, L.P. <u>(2)</u> <u>(3)</u>
Common Stock	11/16/2010	C	804,499	A	<u>(1)</u>	804,499	I	By Pacven Walden Ventures VI, L.P. <u>(2)</u> <u>(3)</u>
Common Stock	11/16/2010	C	36,672	A	<u>(1)</u>	36,672	I	By Pacven Walden Ventures V-QP
Common Stock	11/16/2010	C	40,705	A	<u>(1)</u>	40,705	I	By Seed Ventures III Ptd Ltd. <u>(2)</u> <u>(3)</u>

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. Transaction Code (Instr. 8)	5. Number of Derivative 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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series B Preferred Stock	<u>(1)</u>	11/16/2010		C	23,260	<u>(1)</u>	<u>(1)</u>	Common Stock	23,260
Series B Preferred Stock	<u>(1)</u>	11/16/2010		C	23,260	<u>(1)</u>	<u>(1)</u>	Common Stock	23,260
Series B Preferred Stock	<u>(1)</u>	11/16/2010		C	23,260	<u>(1)</u>	<u>(1)</u>	Common Stock	23,260
Series B Preferred Stock	<u>(1)</u>	11/16/2010		C	18,425	<u>(1)</u>	<u>(1)</u>	Common Stock	18,425
Series B Preferred Stock	<u>(1)</u>	11/16/2010		C	18,425	<u>(1)</u>	<u>(1)</u>	Common Stock	18,425
	<u>(1)</u>	11/16/2010		C	1,960	<u>(1)</u>	<u>(1)</u>		1,960

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Series B Preferred Stock								Common Stock	
Series B Preferred Stock	<u>(1)</u>	11/16/2010	C	799,549	<u>(1)</u>	<u>(1)</u>	Common Stock	799,549	
Series B Preferred Stock	<u>(1)</u>	11/16/2010	C	12,889	<u>(1)</u>	<u>(1)</u>	Common Stock	12,889	
Series B Preferred Stock	<u>(1)</u>	11/16/2010	C	40,705	<u>(1)</u>	<u>(1)</u>	Common Stock	40,705	
Series C Preferred Stock	<u>(1)</u>	11/16/2010	C	28,094	<u>(1)</u>	<u>(1)</u>	Common Stock	28,094	
Series C Preferred Stock	<u>(1)</u>	11/16/2010	C	28,094	<u>(1)</u>	<u>(1)</u>	Common Stock	28,094	
Series C Preferred Stock	<u>(1)</u>	11/16/2010	C	28,094	<u>(1)</u>	<u>(1)</u>	Common Stock	28,094	
Series C Preferred Stock	<u>(1)</u>	11/16/2010	C	22,195	<u>(1)</u>	<u>(1)</u>	Common Stock	22,195	
Series C Preferred Stock	<u>(1)</u>	11/16/2010	C	22,195	<u>(1)</u>	<u>(1)</u>	Common Stock	22,195	

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Series C Preferred Stock	<u>(1)</u>	11/16/2010	C	54,466	<u>(1)</u>	<u>(1)</u>	Common Stock	54,466
Series C Preferred Stock	<u>(1)</u>	11/16/2010	C	2,361	<u>(1)</u>	<u>(1)</u>	Common Stock	2,361
Series C Preferred Stock	<u>(1)</u>	11/16/2010	C	963,153	<u>(1)</u>	<u>(1)</u>	Common Stock	963,153
Series C Preferred Stock	<u>(1)</u>	11/16/2010	C	699,488	<u>(1)</u>	<u>(1)</u>	Common Stock	699,488
Series C Preferred Stock	<u>(1)</u>	11/16/2010	C	15,527	<u>(1)</u>	<u>(1)</u>	Common Stock	15,527
Series D Preferred Stock	<u>(1)</u>	11/16/2010	C	7,856	<u>(1)</u>	<u>(1)</u>	Common Stock	7,856
Series D Preferred Stock	<u>(1)</u>	11/16/2010	C	7,856	<u>(1)</u>	<u>(1)</u>	Common Stock	7,856
Series D Preferred Stock	<u>(1)</u>	11/16/2010	C	7,856	<u>(1)</u>	<u>(1)</u>	Common Stock	7,856

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Series D Preferred Stock	<u>(1)</u>	11/16/2010	C	6,214	<u>(1)</u>	<u>(1)</u>	Common Stock	6,214
Series D Preferred Stock	<u>(1)</u>	11/16/2010	C	6,214	<u>(1)</u>	<u>(1)</u>	Common Stock	6,214
Series D Preferred Stock	<u>(1)</u>	11/16/2010	C	8,176	<u>(1)</u>	<u>(1)</u>	Common Stock	8,176
Series D Preferred Stock	<u>(1)</u>	11/16/2010	C	661	<u>(1)</u>	<u>(1)</u>	Common Stock	661
Series D Preferred Stock	<u>(1)</u>	11/16/2010	C	269,653	<u>(1)</u>	<u>(1)</u>	Common Stock	269,653
Series D Preferred Stock	<u>(1)</u>	11/16/2010	C	105,011	<u>(1)</u>	<u>(1)</u>	Common Stock	105,011
Series D Preferred Stock	<u>(1)</u>	11/16/2010	C	4,347	<u>(1)</u>	<u>(1)</u>	Common Stock	4,347
Series E Preferred Stock	<u>(1)</u>	11/16/2010	C	5,589	<u>(1)</u>	<u>(1)</u>	Common Stock	5,589

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

TAN LIP BU
ONE CALIFORNIA ST., SUITE 2800 X
SAN FRANCISCO, CA 94111

Signatures

/s/ Lip-Bu Tan 11/16/2010

Signature of
Reporting Person

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 convertible preferred stock converted into shares of common stock on a one-for-one basis and has no expiration date.

The Reporting Person is the sole director of Pacven Walden Management V Co. Ltd., which is the general partner of Pacven Walden Ventures V, L.P., Pacven Walden Ventures Parallel V-A C.V., Pacven Walden Ventures Parallel V-B C.V., Pacven Walden Ventures V Associates Fund, L.P. and Pacven Walden Ventures V-QP Associates Fund, L.P., or Pacven V and affiliated funds. He is also the sole
- (2) director of Pacven Walden Management VI Co. Ltd., which is the general partner of Pacven Walden Ventures VI, L.P. and Pacven Walden Ventures Parallel VI, L.P., or Pacven VI and Parallel Funds. The Reporting Person is also the president of each of Asian Venture Capital Investment Corporation, International Venture Capital Investment Corporation and International Venture Capital Investment III Corp. (Continued in footnote 3).

The Reporting Person may be deemed to have shared voting and dispositive power over the shares which are, or may be, deemed to be beneficially owned by Asian Venture Capital Investment Corporation, International Venture Capital Investment Corporation,
- (3) International Venture Capital Investment III Corp., Pacven Walden Ventures Parallel V-A C.V., Pacven Walden Ventures Parallel V-B C.V., Pacven Walden Ventures Parallel VI, L.P., Pacven Walden Ventures V Associates Fund, L.P., Pacven Walden Ventures V, L.P., Pacven Walden Ventures VI, L.P., Pacven Walden Ventures V-QP Associates Fund, L.P. or Seed Ventures III Ptd Ltd., but disclaims such beneficial ownership except to the extent of his or her pecuniary interest therein.

Remarks:

Form 1 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.