## Edgar Filing: AMBARELLA INC - Form 4

AMBAREL Form 4	LA INC									
March 09, 2								OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287	
Check th if no lon subject t Section Form 4 Form 5	or Filed pu:	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,								
obligations may continue. See InstructionSection 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).(b).										
(Print or Type	Responses)									
1. Name and A Chen Yun-2	Symbol	er Name <b>an</b> ARELLA		-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First) (	Middle)	3. Date of Earliest Transaction							
3101 JAY 3	(Month/ 03/07/2	Day/Year) 2016			Director 10% Owner X Officer (give title Other (specify below) below) Vice President, Sales					
	(Street)	1	4. If Amendment, Date Original Filed(Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting</li> </ul>			
	(State)						Person			
(City)	(State)	(Zip)					Acquired, Disposed		-	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)	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)	
Domindor: Do	nort on a concrete lin	a for anab al	ass of soa							
Kenninder: Ke	port on a separate line	e for each cl	ass of sec	unues bene	Perso inform requir	ns who res nation con red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security			(Month/Day/Y	ear) (Inst	r. 8)	Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of				
					Code	e V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(1)	03/07	//2016		А		12,356 (2)		(3)	03/06/2026	Ordinary Shares	12,356
Reporting Owners												
Reporting O	Owner Name / Address											
informing o			Director	10% Owner	Officer			С	ther			
Chen Yun-J 3101 JAY S SANTA CI	•	5054		Vice Pr	esid	ent, Sales	5					
Signat	ures											

By: /s/ Michael Morehead, Attorney in Fact For: Yun-Lung 03/09/2016 Chen

\*\*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) Each restricted stock unit represents a contingent right to receive one share of Ambarella, Inc. Ordinary Shares.

On March 7, 2016 the reporting person was granted restricted stock units based on Issuer's determination of the satisfaction of certain (2) performance goals for the fiscal year ended January 31, 2016. The performance criteria achieved resulted in the grant of restricted stock units for 12,356 Ordinary Shares to the reporting person.

(3) The restricted stock units vest at the rate of 1/14 per quarter beginning on March 15, 2016.

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.