Hon Hsiao-Wuen Form 4 December 20, 2018

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

3235-0287 Number: January 31,

Expires: 2005 Estimated average

burden hours per

5. Relationship of Reporting Person(s) to

response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

1. Name and Address of Reporting Person \*

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

1(b).

(Print or Type Responses)

2. Issuer Name and Ticker or Trading Hon Hsiao-Wuen Issuer Symbol AMBARELLA INC [AMBA] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X\_ Director 10% Owner Officer (give title Other (specify 3101 JAY STREET 12/18/2018 below)

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting Person

SANTA CLARA, CA 95054

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial anv (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (Instr. 4) Following (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price **Ordinary** 12/18/2018 M 1,312 6,238 D A <u>(1)</u> Shares

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

### Edgar Filing: Hon Hsiao-Wuen - Form 4

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Numl	ber	6. Date Exercisable and		7. Title and Amount		
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof Deriv	f Derivative Expir		Expiration Date		of Underlying	
Security	or Exercise		any	Code	Securiti	ies	(Month/Day/Year)		Securities		
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquire	ed			(Instr. 3 and 4)		
	Derivative				(A) or						
	Security				Dispose	ed of					
					(D) (Instr. 3, 4,						
					and 5)						
				Code V	(A)	(D)	Date	Expiration Date	Title	Amount	
				Couc v	(11)	(D)	Exercisable	Expiration Date	THE	or	
							Lacicisable			Number	
										of	
										Shares	
										Silaics	
Restricted									0.1		
Stock	(1)	12/18/2018		M	1.	,312	(2)	09/15/2019(2)	Ordinary	1,312	
Units	<del></del>	-= 3 <b>, =</b> 0 1 0			-,	, <b>-</b>	_		Shares	-,512	
Omis											

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer Other				
Hon Hsiao-Wuen							
3101 JAY STREET	X						
SANTA CLARA, CA 95054							

# **Signatures**

By: /s/ Michael Morehead, Attorney in Fact For:
Hsiao-Wuen Hon
12/20/2018

\*\*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.
- (2) The restricted stock units will vest as to 1/4th of the restricted stock units each three months following the vesting start date of September 15, 2018, so as to be 100% vested on September 15, 2019.

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.

Reporting Owners 2