Edgar Filing: AMBARELLA INC - Form 4

AMBARELI Form 4										
November 02	ГЛ								APPROVA	L
Washington, D.C. 20549								N OMB Number:	3235-0	0287
Check thi if no long	ter								January	y 31, 2005
subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. SECURITIES Form 4 or						Estimated burden ho response.	Estimated average burden hours per response			
Form 5 obligations may continue.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 19401(b).30(h) of the Investment Company Act of 1940										
(Print or Type F	Responses)									
1. Name and Address of Reporting Person <u>*</u> Hu Chenming			2. Issuer Name and Ticker or Trading Symbol AMBARELLA INC [AMBA]			5. Relationship of Reporting Person(s) to Issuer				
			of Earliest Transaction			(Check all applicable)				
3101 JAY STREET			(Month/Day/Year) 10/29/2015			X_ Director 10% Owner Officer (give title Other (specify below) below)				
				4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
SANTA CL	ARA, CA 95054	ŀ					Person	More than One I	Reporting	
(City)	(State)	(Zip)	Tab	ole I - Non-D	erivative S	Securities A	cquired, Disposed	of, or Benefici	ally Owned	i
	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	Transaction Code	Disposed c (Instr. 3, 4	A) or of (D)	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 Indirect Beneficial Ownershi (Instr. 4)	1
Reminder: Rep	ort on a separate line	e for each cl	ass of sec	urities benefi	-	-	-			
					inform require	ation cont ed to respo /s a currer	spond to the colle ained in this forn ond unless the fo ntly valid OMB co	n are not orm	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	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	of Underlying
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	Securities
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired		(Instr. 3 and 4)

	Derivative Security				(A) or Dispose (D) (Instr. 3, and 5)					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	10/29/2015	А		4,611		(2)	09/15/2016 <u>(2)</u>	Ordinary Shares	4,611

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
Hu Chenming 3101 JAY STREET SANTA CLARA, CA 95054	Х			
Signatures				

By: /s/ Michael Morehead, Attorney in Fact For: Chenming Hu

<u>**</u>Signature of Reporting Person

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, 2015, so as to be 100% vested on September 15, 2016.

11/02/2015

Date

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.