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DIODES INC /DEL/ Form 8-K October 28, 2004

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

> > FORM 8-K

CURRENT REPORT Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

> OCTOBER 27, 2004 Date of Report (Date of earliest event reported)

DIODES INCORPORATED (Exact name of registrant as specified in its charter)

DELAWARE (State or other jurisdiction of incorporation) 1-5740 (Commission File Number)

(I.R.S. Employer Identification Number)

95-2039518

3050 EAST HILLCREST DRIVE WESTLAKE VILLAGE, CALIFORNIA 91362 (Address of principal executive offices) (Zip Code)

(805) 446-4800 (Registrant's telephone number, including area code)

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ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On October 27, 2004, Diodes Incorporated issued a press release announcing third quarter 2004 earnings. A copy of the press release is attached as Exhibit 99.1.

The information in this Form 8-K and the Exhibits attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1984, except as shall be expressly set forth by specific reference in such filing.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(C) EXHIBITS

Exhibit 99.1 - Press Release dated October 27, 2004

SIGNATURES

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Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: October 27, 2004

DIODES INCORPORATED

By /s/ Carl C. Wertz CARL C. WERTZ Chief Financial Officer

EXHIBIT INDEX

EXHIBIT DESCRIPTION NUMBER

99.1 Press Release dated October 27, 2004

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