Edgar Filing: AMBARELLA INC - Form 4

AMBARELLA E Form 4	INC									
November 02, 20	015									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								PPROVAL		
	UNITEDS	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 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							OMB 3235-0287 Number: January 31 Expires: 2005 Estimated average burden hours per response 0.5	
Check this bo if no longer subject to Section 16. Form 4 or Form 5 obligations may continue <i>See</i> Instructio 1(b).	STATEM Filed purst Section 17(a)									
(Print or Type Resp	onses)									
1. Name and Addre TAN LIP BU	Symbol	2. Issuer Name and Ticker or Trading Symbol AMBARELLA INC [AMBA]				5. Relationship of Reporting Person(s) to Issuer				
(Last) ONE CALIFOF SUITE 2800	(Month/D	3. Date of Earliest Transaction (Month/Day/Year) 10/29/2015				(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> Other (specify below)				
	Filed(Mon	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 				
SAN FRANCIS	SCO, CA 9411	1					Person		1 8	
(City)	(State) (Z	Zip) Table	e I - Non-D	erivative S	ecurities	s Acq	uired, Disposed o	of, or Beneficia	lly Owned	
	Transaction Date Ionth/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or		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)	
Ordinary Shares			Code v	Amount	(D) Pi	Price	4,556	D		
Ordinary Shares						2	464	I	See Footnote	

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. Transacti Code (Instr. 8)	5. Number onof 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. Pri Deriv Secur (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	10/29/2015		А	4,611	(3)	(3)	Ordinary Shares	4,611	\$

er

Reporting Owners

Reporting Owner Name / Address	Relationships						
r of a second second	Director	10% Owner	Officer	Othe			
TAN LIP BU ONE CALIFORNIA STREET, SUITE 2800 SAN FRANCISCO, CA 94111	Х						
Signatures							
/s/ Michael Morehead by Power of Attorney	11/02	2/2015					
**Signature of Reporting Person	Da	ate					

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) Such shares are held by Lip-Bu Tan & Ysa Loo Trust DTD 2/3/92. The reporting person no longer has a reportable beneficial interest in 300 Ordinary Shares owned by his son and included in the reporting person's prior ownership reports.
- (3) The restricted stock units 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.

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.