

ALPHA & OMEGA SEMICONDUCTOR Ltd  
Form 8-K  
January 30, 2014

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  
Date of Report (Date of earliest event reported): January 30, 2014

---

Alpha and Omega Semiconductor Limited  
(Exact name of registrant as specified in its charter)

---

Bermuda (State or other jurisdiction of incorporation)	001-34717 (Commission File Number)	77-0553536 (IRS Employer Identification No.)
--	---------------------------------------	---

Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda  
(Address of principal registered offices, including zip code)

(408) 830-9742  
(Registrant's telephone number, including area code)

Not Applicable  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02. Results of Operations and Financial Condition.

On January 30, 2014, Alpha and Omega Semiconductor Limited (the “Company”) announced that the Company expects the revenue for the fiscal quarter ended December 31, 2013 to be within the range of guidance previously provided in the press release dated October 30, 2013 (i.e., \$75 million to \$79 million). A copy of the press release relating to such announcement is filed as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

Exhibit No.	Exhibit
99.1	Press release, dated as of January 30, 2014

---

SIGNATURE

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.

Date: January 30, 2014

Alpha and Omega Semiconductor Limited

By: /s/ Yifan Liang

Name: Yifan Liang

Title: Interim Chief Financial Officer and  
Corporate Secretary

size="2">Mr. Doerr is a general partner of KPCB VII Associates, L.P., a California limited partnership, which is the general partner of KPCB Information Sciences Zaibatsu Fund II, L.P. Mr. Doerr disclaims beneficial ownership of shares of the issuer's common stock held directly by KPCB Information Sciences Zaibatsu Fund II, L.P., except to the extent of any indirect pecuniary interest in his distributive shares therein.(2)Converts into Common Stock on a one-for-one basis.(3)Subject to the reporting person's continued service as a director of the issuer, this award will vest and convert into shares of Common Stock of the issuer at the rate of 60% on 11/6/05, an additional 20% on 11/6/06 and an additional 20% on 11/6/07.

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.