

MoSys, Inc.  
Form 3  
March 06, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

|   |         |  |  |  |
|---|---------|--|--|--|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement             | 3. Issuer Name and Ticker or Trading Symbol      |  |
| Â Monson John Stearns                     |         | (Month/Day/Year)                                 | MoSys, Inc. [mosy]                               |  |
| (Last)                                    | (First) | (Middle)   | 03/01/2014                                       |  |
| 3301 OLCOTT STREET                        |         | 4. Relationship of Reporting Person(s) to Issuer |  | 5. If Amendment, Date Original Filed(Month/Day/Year)       |
| (Street)                                  |         | (Check all applicable)                           |  | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| SANTA CLARA,Â CAÂ 95054                   |         | ___ Director ___ 10% Owner                       |  | ___X___ Form filed by One Reporting Person                 |
| (City)                                    | (State) | (Zip)  | ___ Form filed by More than One Reporting Person |  |
|   |         | ___X___ Officer ___ Other                        |  |  |
|   |         | (give title below) (specify below)               |  |  |
|   |         | VP of Marketing and Sales                        |  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common stock <sup>(1)</sup>     | 14,044  | D  | Â   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of  |   |

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|  |                  |                  |              | Shares  |         | (I)<br>(Instr. 5) |   |
|--|------------------|------------------|--------------|---------|---------|-------------------|---|
| Option to purchase common stock <sup>(2)</sup> | 02/23/2013       | 02/23/2018       | Common stock | 175,000 | \$ 3.92 | D                 | Â |
| Option to purchase common stock <sup>(3)</sup> | 05/01/2013       | 06/06/2023       | Common stock | 49,900  | \$ 4.46 | D                 | Â |
| Restricted stock unit <sup>(4)</sup>           | Â <sup>(4)</sup> | Â <sup>(4)</sup> | Common stock | 20,000  | \$ 0    | D                 | Â |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |                             |       |
|--|---------------|-----------|-----------------------------|-------|
|  | Director      | 10% Owner | Officer                     | Other |
| Monson John Stearns<br>3301 OLCOTT STREET<br>SANTA CLARA, CA 95054 | Â             | Â         | Â VP of Marketing and Sales | Â     |

## Signatures

/s/J. Goto, by power of attorney  
03/06/2014

Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) Shares acquired through the MoSys Employee Stock Purchase Plan.
- (2) This option vests 25% on the one year anniversary of grant date and 1/48th per month thereafter.
- (3) This option vests as to 7,300, 7,300, 7,300, 21,000 and 7,000 in fiscal years 2013, 2014, 2015, 2016 and 2017, respectively.
- (4) Each RSU represents the right to receive one share of common stock subject to the vesting schedule. 20% of shares subject to the RSU vest on March 18, 2014, Feb. 18, 2015, Feb. 18, 2016, Feb. 18, 2017 and Feb. 18, 2018.

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.