Zhao Yang
Form 4
April 06, 2011

FORM 4

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

OMB APPROVAL
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Zhao Yang

(Last) (First) (Middle)

ONE TECH DRIVE, STE 325

(Street)

ANDOVER, MA 01810

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
MEMSIC Inc [MEMS]

3. Date of Earliest Transaction (Month/Day/Year)
04/04/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock (2)	04/04/2011		A		140,000	A	$ 0	321,141	D	
Common Stock	04/05/2011		S		600	D	$ 3.4	320,541	D	
Common Stock	04/05/2011		S		300	D	$ 3.42	320,241	D	
Common Stock	04/05/2011		S		400	D	$ 3.43	319,841	D	
Common Stock	04/05/2011		S		100	D	$ 3.44	319,741	D	

Common Stock	04/05/2011		S	100	D	$ 3.58	319,641	D	
Common Stock (3)							468,862	I	See Footnote 3 (3)

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. Transaction Code (Instr. 8)		5. Number of 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 Underlying Securiti (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Share
Stock Option(right to buy)	$ 3.41	04/04/2011		A		200,000		(1)	04/04/2021	Common Stock	200,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zhao Yang ONE TECH DRIVE STE 325 ANDOVER, MA 01810	X		Chief Executive Officer	

Signatures

/s/ Patricia Niu, attorney-in-fact	04/06/2011
**Signature of Reporting Person	Date

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) Option will vest as to 1/4 of the total shares on each successive anniversary of the date of grant such that the option will be entirely vested on the fourth anniversary of the date of grant.

(2) On April 4, 2011, the Board of Directors, including the independent directors, approved the grant of restricted shares to the reporting person, subject to vesting restrictions. 87,500 shares of such grant shall vest on the first anniversary of the date of grant and the remainder shall vest in three equal installments on the second, third and fourth anniversaries of the date of grant.

(3) Includes 135,675 shares of common stock held by the reporting person as trustee of the Yang Zhao Children' Grantor Retained Annuity Trust and 333,187 shares of common stock held by the reporting person as trustee of the Yang Zhao Grantor Retained Annutiy Trust FBO Naifeng Yang.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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