

POWER INTEGRATIONS INC
Form 4
March 20, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
NAYYAR SANDEEP

2. Issuer Name and Ticker or Trading Symbol
POWER INTEGRATIONS INC
[POWI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
5245 HELLYER AVE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/18/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Financial Officer

SAN JOSE, CA 95138

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

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

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	03/18/2014		M		250 A \$ 42.88	29,657	D
Common Stock	03/18/2014		S		250 D \$ 66.5	29,407	D
Common Stock	03/18/2014		M		5,250 A \$ 42.88	34,657	D
Common Stock	03/18/2014		S		5,250 D \$ 64.5	29,407	D
Common Stock	03/18/2014		M		83 A \$ 30.78	29,490	D

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Common Stock	03/18/2014	S	83	D	\$ 66.5	29,407	D
Common Stock	03/18/2014	M	2,500	A	\$ 30.78	31,907	D
Common Stock	03/18/2014	S	2,500	D	\$ 64.5	29,407	D
Common Stock	03/18/2014	M	3,585	A	\$ 32.54	32,992	D
Common Stock	03/18/2014	S	3,585	D	\$ 64.5	29,407	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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 of Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 32.54	03/18/2014		M	3,585 (1)	12/25/2010 06/25/2020	Common Stock	3,585
Non-Qualified Stock Option (right to buy)	\$ 30.78	03/18/2014		M	83 (1)	02/05/2012 08/05/2021	Common Stock	83
Non-Qualified Stock Option (right to buy)	\$ 30.78	03/18/2014		M	2,500 (1)	02/05/2012 08/05/2021	Common Stock	2,500
Non-Qualified Stock Option (right to buy)	\$ 42.88	03/18/2014		M	250 (1)	11/08/2012 05/08/2022	Common Stock	250
Non-Qualified Stock Option	\$ 42.88	03/18/2014		M	5,250 (1)	11/08/2012 05/08/2022	Common Stock	5,250

(right to buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NAYYAR SANDEEP 5245 HELLYER AVE SAN JOSE, CA 95138			Chief Financial Officer	

Signatures

By: /s/ Eric Verity Attorney In Fact For: Sandeep Nayyar 03/19/2014

__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) This sale is pursuant to a 10B5-1 Sales Plan

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.