Zhao Yang Form 4 August 26, 2011

## FORM 4

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

Check this box if no longer subject to Section 16.

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction

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

1(b).

Form 4 or

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Zhao Yang Issuer Symbol MEMSIC Inc [MEMS] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director 10% Owner X\_ Officer (give title Other (specify ONE TECH DRIVE, STE 325 08/23/2011 below) Chief Executive Officer (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting ANDOVER, MA 01810 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)	r. 8) (Instr. 3,		d of	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)
Common Stock	08/23/2011		S	990	(D)	\$ 2.25	467,872	I	See Footnote (1)
Common Stock	08/23/2011		S	100	D	\$ 2.26	467,772	I	See Footnote (1)
Common Stock	08/23/2011		S	410	D	\$ 2.3	467,362	I	See Footnote (1)
Common Stock	08/24/2011		S	700	D	\$ 2.27	466,662	I	See Footnote (1)
Common Stock	08/24/2011		S	200	D	\$ 2.28	466,462	I	See Footnote (1)

**OMB APPROVAL** 

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Common Stock	08/24/2011	S	200	D	\$ 2.29	466,262	I	See Footnote (1)
Common Stock	08/24/2011	S	200	D	\$ 2.33	466,062	I	See Footnote (1)
Common Stock	08/24/2011	S	100	D	\$ 2.63	465,962	I	See Footnote (1)
Common Stock	08/24/2011	S	100	D	\$ 2.68	465,862	I	See Footnote (1)
Common Stock	08/25/2011	S	100	D	\$ 2.65	465,762	I	See Footnote (1)
Common Stock	08/25/2011	S	500	D	\$ 2.74	465,262	I	See Footnote (1)
Common Stock	08/25/2011	S	300	D	\$ 2.75	464,962	I	See Footnote (1)
Common Stock	08/25/2011	S	200	D	\$ 2.76	464,762	I	See Footnote (1)
Common Stock	08/25/2011	S	100	D	\$ 2.77	464,662	I	See Footnote (1)
Common Stock	08/25/2011	S	200	D	\$ 2.78	464,462	I	See Footnote (1)
Common Stock	08/25/2011	S	100	D	\$ 2.79	464,362	I	See Footnotes
Common Stock						310,141	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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	3	(Instr. 3 and 4)		Owne
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr
					(Instr. 3,				
					4, and 5)				

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Date Expiration Exercisable Date

Code V (A) (D)

Amount or Number of Shares

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Zhao Yang

ONE TECH DRIVE X Chief Executive Officer

ANDOVER, MA 01810

## **Signatures**

/s/ Patricia Niu, attorney-in-fact 08/26/2011

\*\*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) Shares sold from the Yang Zhao Children' Grantor Retained Annuity Trust. Sales made pursuant to a Rule 10(b)5-1 Plan adopted in August 2011.

Includes 131,175 shares of common stock held by the reporting person as trustee of the Yang Zhao Children' Grantor Retained Annuity

(2) Trust and 333,187 shares of common stock held by the reporting person as trustee of the Yang Zhao Grantor Retained Annuity 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. 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.

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