

CELTIC HOUSE VENTURE PARTNERS FUND IIA LP

Form 4

December 21, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *

CELTIC HOUSE VENTURE
PARTNERS FUND IIA LP

(Last) (First) (Middle)

303 TERRY FOX DRIVE

(Street)

OTTAWA, A6 K2K 3J1

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading

Symbol

MEMSIC Inc [MEMS]

3. Date of Earliest Transaction

(Month/Day/Year)

12/19/2007

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ☒ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ 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)
Common Stock	12/19/2007		C	V Amount (A) or (D) Price	2,951,555 A <u>(1)</u> <u>(2)</u> 2,951,555	D	

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

**Persons who respond to the collection of
information contained in this form are not
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(9-02)

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

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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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Series B Convertible Preferred Stock	<u>(1)</u>	12/19/2007		C	4,836,444	<u>(1)</u>	<u>(1)</u>	Common Stock	2,418,
Series C Convertible Preferred Stock	<u>(2)</u>	12/19/2007		C	1,066,667	<u>(2)</u>	<u>(2)</u>	Common Stock	533,3

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CELTIC HOUSE VENTURE PARTNERS FUND IIA LP 303 TERRY FOX DRIVE OTTAWA, A6 K2K 3J1	X

Signatures

/s/ Celtic House Venue Partners Fund IIALP By: Andrew Waitmon, Managing Partner 12/21/2007

____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) Series B Convertible Preferred Stock of MEMSIC, Inc. was converted into Common Stock upon completion of the issuer's initial public offering which closed on December 19, 2007. The Series B Convertible Preferred Stock converted into Common Stock at the conversion rate of 1 for 2.

(2) Series C Convertible Preferred Stock of MEMSIC, Inc. was converted into Common Stock upon completion of the issuer's initial public offering which closed on December 19, 2007. The Series C Convertible Preferred Stock converted into Common Stock at the conversion rate of 1 for 2.

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.