

Super Micro Computer, Inc.  
Form 4  
March 03, 2014

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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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 \*  
Liaw Yih-Shyan Wally

(Last) (First) (Middle)

1878 CHARNWOOD CT.

(Street)

SAN JOSE, CA 95132

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Super Micro Computer, Inc. [SMCI]

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

02/27/2014

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)

Secretary & V P of Intl Sales

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock                    | 02/27/2014                           |  | M                              |   | 30,000  | A  | \$ 2.53   |
| Common Stock                    | 02/27/2014                           |  | S <sup>(1)</sup>               |   | 30,000  | D  | \$ 20.8418  |
| Common Stock                    | 02/27/2014                           |  | M                              |   | 8,000   | A  | \$ 2.6  |
| Common Stock                    | 02/27/2014                           |  | S <sup>(3)</sup>               |   | 8,000   | D  | \$ 20.743   |
| Common Stock                    |                                      |  |                                |   |   |  | 2,056,356   |

|              |       |   |                                    |
|--------------|-------|---|------------------------------------|
| Common Stock | 8,910 | I | Trust <sup>(5)</sup><br>By Child A |
| Common Stock | 8,910 | I | By Child B                         |

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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                         | Amount or Number of Shares |
| Stock Option (right to buy)                | \$ 2.53  | 02/27/2014                           |  | M                              | 30,000  | <sup>(6)</sup> 03/31/2014                                | Common Stock  | 30,000                        |                            |
| Stock Option (right to buy)                | \$ 2.6   | 02/27/2014                           |  | M                              | 8,000   | <sup>(6)</sup> 09/30/2014                                | Common Stock  | 8,000                         |                            |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |                               |       |
|--|---------------|-----------|-------------------------------|-------|
|  | Director      | 10% Owner | Officer                       | Other |
| Liaw Yih-Shyan Wally<br>1878 CHARNWOOD CT.<br>SAN JOSE, CA 95132 | X             |           | Secretary & V P of Intl Sales |       |

## Signatures

/s/Howard Hideshima,  
Attorney-In-Fact

03/03/2014

\_\_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) The reported sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 15, 2013.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$20.49 to \$20.98, inclusive. The reporting person undertakes to provide to Super Micro Computer, Inc., any security holder of Super Micro Computer, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.

(3) The reported sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the Spouse of the reporting person on November 15, 2013.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$20.49 to \$20.92, inclusive. The reporting person undertakes to provide to Super Micro Computer, Inc., any security holder of Super Micro Computer, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (4) to this Form 4.

(5) These shares are held in a trust for the benefit of the reporting person's children. The reporting person and his spouse, Shiow-Meei S. Liaw, are the trustees of the trust.

(6) The stock option is fully vested.

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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