Zhao Yang Form 4 September 02, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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).

(Print or Type Responses)

| 1. Name and Adda Zhao Yang | ress of Reporting | ng Person * | 2. Issuer Name and Ticker or Trading Symbol MEMSIC Inc [MEMS] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
|----------------------------|-------------------|-------------|---------------------------------------------------------------|------------------------------------------------------------------------------------------------------|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | (Check an applicable) |
| ONE TECH D | RIVE, SUIT | ГЕ 325 | (Month/Day/Year) 08/31/2010 | X Director 10% OwnerX Officer (give title Other (specify below) CHIEF EXECUTIVE OFFICER |
| | (Street) | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check |
| ANDOVER, M | 1A 01810 | | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |

| (City) | (State) (| (Zip) Table | e I - Non-D | erivative | Secur | ities Acqu | uired, Disposed of | f, or Beneficial | ly Owned |
|--------------------------------------|-----------------------------------------|-------------------------------------------------------------|----------------------------------------|-------------------------------------------------|------------------|------------------------------------------------------------------------------|----------------------------------------------------------------------|------------------|----------|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | on(A) or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | |
| C | | | Code V | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | |
| Common Stock (1) | 08/31/2010 | | S | 401 | D | \$ 2.25 | 40,941 | D | |
| Common Stock (1) | 08/31/2010 | | S | 99 | D | \$ 2.26 | 40,842 | D | |
| Common Stock (1) | 08/31/2010 | | S | 100 | D | \$ 2.27 | 40,742 | D | |
| Common Stock (1) | 08/31/2010 | | S | 193 | D | \$ 2.28 | 40,549 | D | |
| Common Stock (1) | 08/31/2010 | | S | 200 | D | \$ 2.3 | 40,349 | D | |

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| Common Stock (1) | 08/31/2010 | S | 100 | D | \$ 2.31 | 40,249 | D | |
|------------------|------------|---|-----|---|-------------|---------|---|-------|
| Common Stock (1) | 08/31/2010 | S | 7 | D | \$ 2.32 | 40,242 | D | |
| Common Stock (1) | 08/31/2010 | S | 100 | D | \$ 2.33 | 40,142 | D | |
| Common Stock (1) | 08/31/2010 | S | 300 | D | \$ 2.36 | 39,842 | D | |
| Common Stock (1) | 09/01/2010 | S | 50 | D | \$ 2.26 | 39,792 | D | |
| Common Stock (1) | 09/01/2010 | S | 150 | D | \$ 2.27 | 39,642 | D | |
| Common Stock (1) | 09/01/2010 | S | 300 | D | \$ 2.28 | 39,342 | D | |
| Common Stock (1) | 09/01/2010 | S | 100 | D | \$ 2.29 | 39,242 | D | |
| Common Stock (1) | 09/01/2010 | S | 27 | D | \$ 2.3 | 39,215 | D | |
| Common Stock (1) | 09/01/2010 | S | 100 | D | \$ 2.31 | 39,115 | D | |
| Common Stock (1) | 09/01/2010 | S | 73 | D | \$ 2.315 | 39,042 | D | |
| Common Stock (1) | 09/01/2010 | S | 400 | D | \$ 2.34 | 38,642 | D | |
| Common Stock (1) | 09/01/2010 | S | 300 | D | \$ 2.35 | 38,342 | D | |
| Common Stock | | | | | | 841,271 | I | 2 (2) |
| | | | | | | | | |

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 required to respond unless the form displays a currently valid OMB control number.

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 | Transaction | orNumber | 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 | re | Securities | (Instr. 5) | Bene |
| | Derivative | | | | Securities | S | (Instr. 3 and 4) | | Own |
| | Security | | | | Acquired | | | | Follo |
| | | | | | (A) or | | | | Repo |
| | | | | | | | | | |

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Disposed of (D) (Instr. 3, 4, and 5)

Code V (A) (D) Date Exercisable Expiration Title Amount Date or

or Number Trans

(Insti

of Shares

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Zhao Yang
ONE TECH D

ONE TECH DRIVE, SUITE 325 ANDOVER, MA 01810 X

CHIEF EXECUTIVE OFFICER

Signatures

/s/ Robert W. Sweet, attorney-in-fact

09/02/2010

**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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 11, 2010.
 - Includes 240,363 shares of common stock held by the reporting person as trustee of the Yang Zhao Children's Grantor Retained Annuity
- (2) Trust and 600,908 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.

Reporting Owners 3