

INPHI Corp  
Form 8-K  
March 28, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

**Form 8-K**

**Current Report**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): March 28, 2011**

**INPHI CORPORATION**

**(Exact name of registrant as specified in its charter)**

**001-34942**

**(Commission File Number)**

**Delaware**  
**(State or other jurisdiction of incorporation)**

**77-0557980**  
**(I.R.S. Employer Identification No.)**

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3945 Freedom Circle, Suite 1100, Santa Clara, California 95054

(Address of principal executive offices, with zip code)

(408) 217-7300

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

On March 28, 2011, Inphi Corporation (the Company ) filed the following Exhibit 10.1 in response to comments received from the Staff of the Securities and Exchange Commission in connection with the Company s confidential treatment request.

<b>Exhibit No.</b>	<b>Description</b>
10.1**	Software License and Maintenance Agreement dated as of June 29, 2007, by and between the Company and Cadence Design Systems, Inc.

\*\* Confidential treatment requested.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**INPHI CORPORATION**

Date: March 28, 2011

By: /s/ John Edmunds  
John Edmunds  
Chief Financial Officer and  
Chief Accounting Officer

**EXHIBIT INDEX**

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