YANG CHUNG LUN

Form 5 March 05, 2012

FORM 5

Check this box if

OMB APPROVAL

OMB

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

3235-0362 Number: January 31, Expires: 2005

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Transactions

Form 4

(Last)

Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer YANG CHUNG LUN Symbol ACL SEMICONDUCTORS INC

(Check all applicable) [ACLO] 3. Statement for Issuer's Fiscal Year Ended _X_ Director _X__ 10% Owner _X_ Officer (give title Other (specify (Month/Day/Year)

C/O ACL SEMICONDUCTORS INC., Â 9 SHEUNG YUET RD, **TOWER 1 ENTERPRISE SQ**

(First)

(Middle)

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting

Filed(Month/Day/Year)

12/31/2011

(check applicable line)

below)

Chief Executive Officer

KOWLOON BAY, K3Â 00000

X Form Filed by One Reporting Person Form Filed by More than One Reporting

below)

(City)	(State)	(Zip) Tab	le I - Non-Der	ivative Sec	curitie	s Acqui	red, Disposed of,	or Beneficiall	y 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 at end of Issuer's	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Amount	(A) or (D)	Price	Fiscal Year (Instr. 3 and 4)	(Instr. 4)	
Common Stock	06/21/2011	Â	S4	56,000	D	\$ 0.39	22,185,000	D	Â
Common Stock	06/28/2011	Â	S4	450	D	\$ 0.4	22,185,000	D	Â

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

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SEC 2270 (9-02)

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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 Exer	cisable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ties	(Instr. 5)
	Derivative				Securities	3		(Instr.	3 and 4)	
	Security				Acquired					
	•				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration	FD1 - 1	or	
						Exercisable Date	Title Number			
									of	
					(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
YANG CHUNG LUN C/O ACL SEMICONDUCTORS INC. 9 SHEUNG YUET RD, TOWER 1 ENTERPRISE SQ KOWLOON BAY, K3 00000	ÂX	ÂX	Chief Executive Officer	Â	

Signatures

/s/ Chung-Lun
Yang

**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).

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Remarks:

Shares were issued to the Reporting Person as a result of mandatory warrant exercise. These warran

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