

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Jenks Timothy Storrs</u>			2. Issuer Name and Ticker or Trading Symbol <u>NEOPHOTONICS CORP [ NPTN ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>CEO</b></p>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>05/15/2020</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
3081 ZANKER RD			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)								
<u>SAN JOSE</u>	<u>CA</u>	<u>95134</u>						
(City)	(State)	(Zip)						

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	05/15/2020		M		6,500 <sup>(1)</sup>	A	\$3.5	303,910	D	
Common Stock	05/15/2020		M		14,500 <sup>(1)</sup>	A	\$3.5	318,410	D	
Common Stock	05/15/2020		M		13,042 <sup>(1)</sup>	A	\$3.5	331,452	D	
Common Stock	05/15/2020		M		23,755 <sup>(1)</sup>	A	\$3.3	355,207	D	
Common Stock	05/18/2020		M		22,958 <sup>(1)</sup>	A	\$3.5	378,165	D	
Common Stock								3,076	I	As Trustee
Common Stock								3,798	I	by Trust <sup>(2)</sup>

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$3.3	05/15/2020		M			23,755	10/08/2016	10/07/2024	Common Stock	23,755	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$3.5	05/15/2020		M			13,042	01/01/2017	08/01/2021	Common Stock	13,042	\$0.0	22,958	D	
Non-Qualified Stock Option (right to buy)	\$3.5	05/18/2020		M			22,958	01/01/2017	08/01/2021	Common Stock	22,958	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$3.5	05/15/2020		M			14,500	01/01/2017	07/30/2022	Common Stock	14,500	\$0.0	0	D	
Non-Qualified Stock Option (right to buy)	\$3.5	05/15/2020		M			6,500	01/01/2017	09/17/2023	Common Stock	6,500	\$0.0	43,500	D	

Explanation of Responses:

1. Represents a cash exercise.
2. Represents shares held by Timothy S. Jenks and Atsuko K. Jenks Declaration of Trust dated January 7, 1996.

By: /s/ Barbara Rogan,  
Attorney-in-Fact For: Timothy S. Jenks 05/19/2020

\*\* Signature of Reporting Person      Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**