FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APP	PROVAL
OMB Number:	3235-0287
Estimated average	burden
hours per response	0.5

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

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

Name and Address of Reporting Person* Chen Yun-Lung				2. Issuer Name and Ticker or Trading Symbol AMBARELLA INC [AMBA]										ationship of Reporti k all applicable) Director		g Pers	10% Ov	vner	
(Last) 3101 JA	t) (First) (Middle) 1 JAY STREET					3. Date of Earliest Transaction (Month/Day/Year) 06/16/2020								X	below)	(give title Business	s Dev	Other (s below) elopment	specify
(Street) SANTA	CLARA C	A	95054		4. If	f Ame	endme	nt, Date	e of Original F	Filed (Month/Day	//Year)		. Indiv ine) X	Form fil	ed by One led by Mor	e Repo	(Check Apporting Person One Report	n
(City)	(S	itate)	(Zip)												Person				
		Tal	ole I - Non	-Deriva	ative	e Se	curit	ties A	cquired,	Disp	osed of	, or Bei	neficia	ally (Owned				
Da			Date	ate lonth/Day/Year)			2A. Deemed Execution Date if any (Month/Day/Yea		Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			5. Amount Securities Beneficia Owned For Reported	s Illy ollowing	Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	v	Amount	(A) or (D)	Price		Transacti (Instr. 3 a	on(s)			(111501.4)
Ordinary Shares 06/16				06/16	5/2020	/2020			М		2,697	97 A)	39,703			D	
			Table II - [(quired, D						wned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)		e.g., po	uts, o	call	5. No of Deri Secu Acq (A) C Disp of (E	umber vative urities uired or oosed o) cr. 3, 4		S, CC	onvertib		rities) d of s g e Securi	8. De Se	wned Price of derivative decurity nstr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transacti (Instr. 4)	e s lly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	3. Transaction Date	3A. Deemed Execution D if any	e.g., production (e.g., production) 4. Tr. Cr. Year)	ransacrode (In	call	5. No of Derir Secu Acqu (A) o Disp of (E (Inst	umber vative urities uired or oosed o) cr. 3, 4	6. Date Exer	rcisabl Date (Year)	onvertib le and	7. Title an Amount of Securities Underlyin Derivative	rities) d of s g e Securi	8. De Se (Ir	. Price of erivative ecurity	derivative Securities Beneficial Owned Following Reported Transaction	e s lly	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	3. Transaction Date	3A. Deemed Execution D if any	(e.g., programme of the control of t	ransacrode (In	call:	5. No of Deri Secu Acqu (A) o Disp of (E (Inst and	umber vative urities uired or oosed o) rr. 3, 4	6. Date Exer Expiration D (Month/Day/	Exp	onvertib le and	7. Title an Amount of Securities Underlyin Derivative (Instr. 3 a	rities) d of s s g e Securit nd 4) Amoun or Number	8. De Se (Ir	. Price of erivative ecurity	derivative Securities Beneficial Owned Following Reported Transaction	e s s llly J on(s)	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)
Derivative Security (Instr. 3) Restricted Stock	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any	e.g., programme description (e.g., programme) 4. Tree (e.g., programme	ransacrode (In	call:	5. No of Deri Secu Acqu (A) o Disp of (E (Inst and	umber vative urities uired or oosed o) r. 3, 4 5)	6. Date Exer Expiration I (Month/Day/	S, CCCisable ate (September 2014) Exp Date (1967)	onvertib le and le and oiration e	7. Title an Amount of Securities Underlyin Derivativos (Instr. 3 a	Amount of Shares	8. De Se (Ir	. Price of lerivative lecurity nstr. 5)	derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	es s llly J on(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

- 1. Each restricted stock unit represents a contingent right to receive one share of Ambarella, Inc. Ordinary Shares.
- $2.\ The\ restricted$ stock units vest at the rate of 1/12 per quarter commencing on June 15, 2018.
- 3. The restricted stock units vest at the rate of 1/12 per quarter commencing on March 15, 2019.
- $4. \ The \ restricted \ stock \ units \ vest \ at \ the \ rate \ of \ 1/12 \ per \ quarter \ commencing \ on \ March \ 15, \ 2020.$

By: /s/ Michael Morehead, Attorney-in-Fact For: Yun-

06/18/2020

Lung Chen

** 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.