

ALPHA & OMEGA SEMICONDUCTOR Ltd  
Form 6-K  
February 02, 2011

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

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**FORM 6-K**

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**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 UNDER  
THE SECURITIES EXCHANGE ACT OF 1934**

**For the month of February 2011**

**001-34717**  
(Commission File Number)

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**Alpha and Omega Semiconductor Limited**  
(Translation of registrant's name into English)

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**Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda**  
(Address of principal registered office)

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Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.  
Form 20-F ☒ Form 40-F ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ☐

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934. Yes ☐ No ☒

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): N/A

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Alpha and Omega Semiconductor Limited is furnishing under this cover of Form 6-K: Press release dated February 2, 2011 announcing the financial results for the second quarter of fiscal year 2011 .

**EXHIBIT INDEX**

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<b><u>Exhibit</u></b>	<b><u>Description</u></b>
Exhibit 99.1	Press Release dated February 2, 2011 entitled "Alpha and Omega Semiconductor Announces Financial Results for the Second Quarter of Fiscal Year 2011"

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**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, thereunto duly authorized.

**Alpha and Omega Semiconductor Limited**

Date: February 2, 2011

By: /s/ EPHRAIM KWOK

Name: Ephraim Kwok

Title: Chief Financial Officer