SEC Form 4

FORM 4

UNITED STATES SECU	RI	ΓIE	S	AND) EXC	HANGE	COMM	ISSION
					00540			

Washington, D.C. 20549

Check this box if no to Section 16. Form obligations may cont Instruction 1(b).	4 or Form 5
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Class A Common Stock

Class A Common Stock

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287				
Estimated average but	rden				
hours per response:	0.5				

Merchant

Partners LLC⁽³⁾ Live Oak Sponsor

Partners II, LLC⁽⁴⁾

Trust A⁽⁵⁾

Trust B⁽⁵⁾

Trust C⁽⁵⁾

Trust D⁽⁵⁾ Individual

retirement account

11. Nature

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

													Live Oak		
Class A Comm	Class A Common Stock		08/24/202	23				25,000	D	\$8.5	169,523 ⁽¹⁾	D			
							v	Amount (A) or (D) Price		Price	Transaction(s) (Instr. 3 and 4)		(1150.4)		
Date		2. Transactior Date (Month/Day/Ye	ear) Execu	r) 2A. Deemed Execution Date, if any (Month/Day/Year)		iction Instr.	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
	•	on-Derivati	ve Secu	rities Ac	quired	l, Dis	sposed of	, or Be	eneficial	y Owned					
	(2000)	(P)		Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.											
(City) (State) (Zip)				Rule 10b5-1(c) Transaction Indication											
MEMPHIS	TN	38103								Form filed by More than One Reporting Person					
(Street)										X	Form filed by O	ne Reporting P	erson		
40 S. MAIN STREET, #2550				4. If Amenc	lment, Date	of Origii	nal File	ed (Month/Da	6. Inc Line)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Last)	(First)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 08/24/2023							Officer (give title below)	e Othe belo	er (specify w)		
1. Name and Adda Wunderlich			ame and Tic Semicol) Symbol <u>orp</u> [NV1		lationship of Repor ck all applicable) Director	0 ()	o Issuer Owner					

24.935

\$8.34(2)

0

4,631,000

2,610

2,610

2,610

2,610

69,984

D

Class A Common Stock			
Class A Common Stock			
Class A Common Stock			
Class A Common Stock			
Class A Common Stock			

08/25/2023

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) on 3. Transaction 3A. Deemed 4. Transaction of (Month/Day/Year) 5. Number of Operivative (Month/Day/Year) 7. Title and Amount of Securities 8. Price of Derivative (Month/Day/Year) 9. Number of Derivative (Month/Day/Year) 10. Own (Month/Day/Year)

Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Year)	if any (Month/Day/Year)	Code (Instr. 8)		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		(Month/Day/Year)		Securities Underlying Derivative Security (Instr. 3 and 4)		Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					

Explanation of Responses:

1. Includes 21,705 RSUs subject to vesting on November 10, 2023.

2. The reported securities were sold in multiple trades at prices ranging from \$8.340 to \$8.375, inclusive. The price reported above reflects the weighted average sale price. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares and prices at which the transaction was effected.

3. The reporting person is a managing member of Live Oak Merchant Partners LLC. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

4. The reporting person is a managing member of Live Oak Sponsor Partners II, LLC. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

5. In separate trusts for the benefit of the reporting person's immediate family members.

Remarks:

1. Title of

2.

<u>/s/ Paul D. Delva, attorney-in-</u> <u>fact</u> <u>08/25/2023</u> Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.

GARY K. WUNDERLICH, JR.

POWER OF ATTORNEY

FOR SECTION 16 REPORTING PURPOSES

Know all by these presents, that the undersigned hereby constitutes and appoints each of Paul D. Delva, Ron Shelton and Doa Yang, or any of them signing singly, and with full power of substitution, as the undersigned's true and lawful attorney-in-fact to:

- (1) prepare, execute for and file on behalf of the undersigned Form 144 in accordance with Rule 144 under the Securities Act of 1933, and Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder, and any other forms or reports the undersigned may be required to file in connection with the undersigned's ownership, acquisition, or disposition of securities of Navitas Semiconductor Corporation (the "*Company*");
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, or other form or report, and timely file such form or report with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing, which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact. Further, this Power of Attorney shall terminate as to each attorney-in-fact appointed hereunder if and when the employment of such attorney-in-fact by the Company is terminated for any reason.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of <u>8/24/2023</u>.

/s/ Gary K. Wunderlich, Jr.

Gary K. Wunderlich, Jr.