SEC Form 5

FORM 5

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

OMB APPROVAL

OMB Number:	3235-0362							
Estimated average burden								
hours per response:	1.0							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 3 Holdings Reported.

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

Form 4 Transact	ions Reported.	Filed	pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940	Ļ					
1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol Navitas Semiconductor Corp [NVTS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Sheridan Eugene</u>				X	Director	10% Owner			
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)	x	Officer (give title below)	Other (specify below)			
C/O NAVITAS SEMICONDUCTOR USA, INC.			12/31/2021	President & CEO					
2101 E. EL SEGUNDO BLVD., SUITE 205		SUITE 205							
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
EL SEGUNDO	CA	90245		X	Form filed by One Rep Form filed by More tha Person	, and a second s			
(City)	(State)	(Zip)			1 013011				
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.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of	6. Ownership Form: Direct	7. Nature of Indirect Beneficial Ownership
		(MONUI/Day/rear)	8)	Amount	(A) or (D)	Price	Issuer's Fiscal Year (Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	12/15/2021		G	600,000 ⁽¹⁾	D	\$0	2,476,044	Ι	In trust
Class A Common Stock	12/15/2021		G	600,000 ⁽¹⁾⁽²⁾	A	\$0	3,076,044 ⁽²⁾	Ι	In trust
Class A Common Stock	12/15/2021		G	210,000 ⁽³⁾	D	\$0	2,866,044 ⁽²⁾	Ι	In trust
Class A Common Stock							2,736,000 ⁽⁴⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g. nuts calls warrants ontions 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)	of Expirat		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)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Gift to trust for the benefit of the reporting person's immediate family members including for estate planning purposes. Transferred shares remain subject to the same contractual lock-up restrictions which applied prior to transfer.

2. The reporting person may be deemed to beneficially own 600,000 of the reported securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended. The reporting person disclaims such beneficial ownership as to 600,000 of the reported securities.

3. Gift to trust reflecting dispositions for the benefit of the reporting person's family members. Transferred shares remain subject to the same contractual lock-up restrictions which applied prior to transfer

4. Reflects unvested restricted stock units which vest in one-third increments on each of October 19, 2022, August 25, 2023 and August 25, 2024 or earlier upon certain events.

Remarks:

/s/ Paul D. Delva, Attorney-in-02/10/2022 fact

** 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.