# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

# **SCHEDULE 13G/A**

UNDER THE SECURITIES EXCHANGE ACT OF 1934 (Amendment No. 1)

# **Navitas Semiconductor Corporation**

(Name of Issuer)

Common Stock, par value \$0.0001 per share (Title of Class of Securities)

63942X106 (CUSIP Number)

October 19, 2021 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

☑ Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

# CUSIP No. 63942X106

1.	Names of Reporting Persons				
	Live Oak Sponsor Partners II, LLC				
2. Check the Appropriate Box if a Member of a Group (See Instructions) (a) □ (b) □					
	(a) ⊔	(0)			
3.	. SEC Use Only				
4.	Citizenship or Place of Organization				
Delaware					
		5.	Sole Voting Power		
			6,315,000 (1)		
Number of Shares Beneficially Owned By Each		6.	Shared Voting Power		
		0.	Shaled volling Fower		
			0		
		7.	Sole Dispositive Power		
	eporting Person		6,315,000 (1)(2)		
,	With:	8.	Shared Dispositive Power		
			are are are are a second and a second are a		
_			0		
9.	Aggrega	ite An	nount Beneficially Owned by Each Reporting Person		
	6,315,00	)() (1)(	2)		
10.			Aggregate Amount in Row (9) Excludes Certain Shares		
	See footnote (2) below.				
11.	Percent	of Cla	ass Represented by Amount in Row (9)		
	5.4% (1)(2)(3)				
12.	Type of	Repoi	rting Person (See Instructions)		
	00				

# CUSIP 63942X106

1.	Names of Reporting Persons				
	Live Oak GaN Partners LLC				
2.	<ul><li>Check the Appropriate Box if a Member of a Group (See Instructions)</li><li>(a) □ (b) □</li></ul>				
	(a) ⊔	(0)			
3.	SEC Use Only				
4.	Citizenship or Place of Organization				
			Thee of Organization		
	United S	States			
		5.	Sole Voting Power		
Nu	ımber of		0		
Shares Beneficially Owned By Each Reporting Person		6.	Shared Voting Power		
			1,415,000 (1)		
		7.	Sole Dispositive Power		
			0		
	With:	8.	Shared Dispositive Power		
			1,415,000 (1)		
9.	. Aggregate Amount Beneficially Owned by Each Reporting Person				
	1,415,00	00 (1)			
10.					
11.	Percent	of Cla	ass Represented by Amount in Row (9)		
	1.2% (1)(3)				
12.			rting Person (See Instructions)		
12.	Type of Reporting Leison (See instructions)				
	00				

#### CUSIP 63942X106

			· · · · · · · · · · · · · · · · · · ·		
1.	. Names of Reporting Persons				
	Richard J. Hendrix				
2. Check the Appropriate Box if a Member of a Group (See Instructions) (a) □ (b) □					
	(a) ⊔	(0)	, 🗆		
3.	. SEC Use Only				
4.	Citizenship or Place of Organization				
	United S	States			
		5.	Sole Voting Power		
Nı	ımber of		0		
9	Shares	6.	Shared Voting Power		
	Beneficially Owned By		7,730,000 (1)		
	Each	7.	Sole Dispositive Power		
I	eporting Person		0		
With:		8.	Shared Dispositive Power		
			7,730,000 (1)(2)		
9.	Aggrega	ite An	nount Beneficially Owned by Each Reporting Person		
	7,730,000 (1)(2)				
10.					
	See foot	note (	(2) below.		
11.			ass Represented by Amount in Row (9)		
	6.6% (1)(2)(3)				
12.	Type of	Repo	rting Person (See Instructions)		
	IN				

#### CUSIP 63942X106

1.	Names of Reporting Persons				
	Gary K. Wunderlich, Jr				
2.	·				
	(a) 🗆				
3.	SEC Use Only				
٥.	SEC USE Only				
4.	4. Citizenship or Place of Organization				
United States					
I		5.	Sole Voting Power		
Nu	ımber of		0		
Shares		6.	Shared Voting Power		
Beneficially Owned By			7,730,000 (1)		
Each		7.	Sole Dispositive Power		
I	eporting Person		0		
,	With:	8.	Shared Dispositive Power		
			7,730,000 (1)(2)		
9.					
	7,730,00	0 (1)(	2)		
10.			Aggregate Amount in Row (9) Excludes Certain Shares ⊠		
	See footnote (2) below.				
11.			ass Represented by Amount in Row (9)		
	6.6% (1)(2)(3)				
12.			rting Person (See Instructions)		
	IN				

- (1) See Item 4. Each of Richard J. Hendrix and Gary K. Wunderlich, Jr. are the managing members of each of Live Oak Sponsor Partners II, LLC, and Live Oak GaN Partners LLC. Consequently, each of them may be deemed the beneficial owner of the shares held by each of Live Oak Sponsor Partners II, LLC and Live Oak GaN Partners LLC, and share voting and dispositive control over such securities.
- (2) Excludes 4,666,667 shares which may be purchased by exercising warrants that are not presently exercisable.
- (3) Based on 117,733,507 shares of common stock issued and outstanding as of October 19, 2021, as reported in the Issuer's Current Report on Form 8-K filed with the Securities and Exchange Commission on October 25, 2021.

# EXPLANATORY NOTE

This Amendment No. 1 to the Schedule 13G amends, in its entirety, the Schedule 13G originally filed by the undersigned on February 16, 2021.

Item 1(a).	Nan	ne of Issuer			
	Nav	ritas Semiconductor Corporation (the "Issuer")			
Item 1(b).	Add	lress of the Issuer's Principal Executive Offices			
		Fitzwilliam Square, Dublin, and, D02 FH68			
Item 2(a).	Nan	nes of Persons Filing			
	Live	e Oak Sponsor Partners II, LLC, Live Oak GaN Partners LLC, Richard J. Hendrix and Gary K. Wunderlich, Jr.			
Item 2(b).	Add	lress of the Principal Business Office, or if none, Residence:			
		Fitzwilliam Square, Dublin, and, D02 FH68			
Item 2(c).	Citi	zenship			
		e Oak Sponsor Partners II, LLC is a limited liability company formed in Delaware. Live Oak GaN Partners LLC is a limited liability apany formed in Delaware. Each of Richard J. Hendrix and Gary K. Wunderlich, Jr. is a citizen of the United States of America.			
Item 2(d).	Title of Class of Securities				
	Con	nmon stock, \$0.0001 par value per share.			
Item 2(e).	CUS	SIP Number			
	639	42X106			
Item 3.	If this statement is filed pursuant to Rules <u>13d-1(b)</u> , or <u>13d-2(b)</u> or (c), check whether the person filing is a:				
		(a) Broker or Dealer registered under Section 15 of the Exchange Act.			
		(b) Bank as defined in Section 3(a)(b) or the Exchange Act.			
		(c) Insurance company as defined in Section 3(a)(19) of the Exchange Act.			
		(d) Investment company registered under Section 8 of the Investment Company Act.			
		(e) An Investment adviser in accordance with Rule 13d-1 (b)(1)(ii)(e).			
		(f) An employee benefit plan or endowment fund in accordance with Rule 13d 1(b)(1)(ii)(f).			
		(g) A Parent Holding Company or control person in accordance with Rule 13d 1(b)(1)(ii)(g).			
		(h) A Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act.			
		(i) A Church Plan that is excluded from the definition of an investment company under Section 3 (c)(14) of the Investment Company Act.			
		(j) Group, in accordance with Rule 13d-1 (b)(1)(ii)(j).			
		Not applicable			

#### Item 4. Ownership

The responses to Items 5-11 of the cover pages of this Schedule 13G/A are incorporated herein by reference.

As of October 19, 2021, Live Oak Sponsor Partners II, LLC, Richard J. Hendrix and Gary K. Wunderlich, Jr. may be deemed to beneficially own 6,315,000 of the Issuer's shares of common stock issued and outstanding.

Live Oak Sponsor Partners II, LLC is the record holder of 6,315,000 shares of common stock, as reported herein. Each of Richard J. Hendrix and Gary K. Wunderlich, Jr. are the managing members of Live Oak Sponsor Partners II, LLC. Consequently, each of them may be deemed the beneficial owner of the shares held by Live Oak Sponsor Partners, II LLC and share voting and dispositive control over such securities.

Live Oak GaN Partners LLC is the record holder of 1,415,000 shares of common stock, as reported herein. Each of Richard J. Hendrix and Gary K. Wunderlich, Jr. are the managing members of Live Oak GaN Partners LLC. Consequently, each of them may be deemed the beneficial owner of the shares held by Live Oak GaN Partners LLC and share voting and dispositive control over such securities.

#### Item 5. Ownership of Five Percent or Less of a Class

Not Applicable

#### Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable

# Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

Not Applicable

#### Item 8. Identification and Classification of Members of the Group

Not Applicable

#### Item 9. Notice of Dissolution of Group

Not Applicable

#### Item 10. Certification

Not Applicable

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

DATE: January 4, 2022

# LIVE OAK SPONSOR PARTNERS II, LLC,

a Delaware limited liability company

By: /s/ Gary K. Wunderlich, Jr.
Name: Gary K. Wunderlich, Jr.
Title: Managing Member

### LIVE OAK GAN PARTNERS LLC,

a Delaware limited liability company

By: /s/ Gary K. Wunderlich, Jr.
Name: Gary K. Wunderlich, Jr.
Title: Managing Member

/s/ Richard J. Hendrix

/s/ Richard J. Hendrix

/s/ Gary K. Wunderlich, Jr.

Gary K. Wunderlich, Jr.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001)

#### **EXHIBIT I**

#### JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the shares of common stock, \$0.0001 par value per share, of Navitas Semiconductor Corporation, and further agree that this Joint Filing Agreement shall be included as an exhibit to such joint filings.

The undersigned further agree that each party hereto is responsible for the timely filing of such Statement on Schedule 13G and any amendments thereto, and for the accuracy and completeness of the information concerning such party contained therein; provided, however, that no party is responsible for the accuracy or completeness of the information concerning any other party, unless such party knows or has reason to believe that such information is inaccurate.

This Joint Filing Agreement may be signed in counterparts with the same effect as if the signature on each counterpart were upon the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of January 4, 2022.

#### LIVE OAK SPONSOR PARTNERS II, LLC,

a Delaware limited liability company

By: /s/ Gary K. Wunderlich, Jr.
Name: Gary K. Wunderlich, Jr.
Title: Managing Member

#### LIVE OAK GAN PARTNERS LLC,

a Delaware limited liability company

By: /s/ Gary K. Wunderlich, Jr.
Name: Gary K. Wunderlich, Jr.
Title: Managing Member

/s/ Gary K. Wunderlich, Jr. /s/ Gary K. Wunderlich, Jr.

/s/ Richard J. Hendrix

Richard J. Hendrix