

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

1. Name and Address of Reporting Person* <u>HENDRIX RICHARD J</u>  (Last) (First) (Middle) 40 S. MAIN STREET, #2550  (Street) MEMPHIS TN 38103  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Navitas Semiconductor Corp [ NVTS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 02/25/2022	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

**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. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	02/25/2022		M <sup>(1)</sup>		25,000 <sup>(2)</sup>	A	\$11.5 <sup>(2)</sup>	25,000 <sup>(2)</sup>	I	By Individual retirement accounts
Class A Common Stock	02/25/2022		F <sup>(3)</sup>		18,475 <sup>(2)</sup>	D	(2)	6,525	I	By Individual retirement accounts
Class A Common Stock	02/25/2022		M <sup>(1)</sup>		45,328 <sup>(2)</sup>	A	\$11.5 <sup>(2)</sup>	51,853 <sup>(2)</sup>	I	By Individual retirement accounts
Class A Common Stock	02/25/2022		F <sup>(3)</sup>		33,498 <sup>(2)</sup>	D	(2)	18,355	I	By Individual retirement accounts
Class A Common Stock	03/03/2022		M <sup>(1)</sup>		169,640 <sup>(2)</sup>	A	\$11.5 <sup>(2)</sup>	169,640 <sup>(2)</sup>	I	By RJH Management Co., LLC
Class A Common Stock	03/03/2022		F <sup>(3)</sup>		125,364 <sup>(2)</sup>	D	(2)	44,276	I	By RJH Management Co., LLC
Class A Common Stock								14,746 <sup>(4)</sup>	D	
Class A Common Stock								6,315,000	I	By Live Oak Sponsor Partners II, LLC <sup>(5)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, 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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and 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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Public Warrants (right to buy)	\$11.5	02/25/2022		M <sup>(1)(6)</sup>			25,000	12/07/2021	03/07/2022	Class A Common Stock	25,000	\$0	0	I	By Individual retirement accounts
Private Placement Warrants (right to buy)	\$11.5	02/25/2022		M <sup>(1)(7)(8)</sup>			45,328	12/07/2021	03/07/2022	Class A Common Stock	45,328	\$0	0	I	By Individual retirement accounts
Private Placement Warrants (right to buy)	\$11.5	03/03/2022		M <sup>(1)(8)(9)</sup>			169,640	12/07/2021	03/07/2022	Class A Common Stock	169,640	\$0	0	I	By RJH Management Co., LLC

**Explanation of Responses:**

1. Reflects cashless exercise of warrants in connection with the Issuer's redemption of all outstanding and unexercised public and private placement warrants at 5:00 pm New York City time on 3/7/2022 (the "Redemption Date") for a redemption price of \$0.10 per warrant, in accordance with the Warrant Agreement dated 12/2/2020 between the Issuer (fka Live Oak Acquisition Corp. II) and Continental Stock Transfer & Trust Company (the "Warrant Agreement"). Pursuant to the Warrant Agreement, each warrant was exercisable, before the Redemption Date only, for one share of common stock for \$11.50 per share in cash or on a cashless basis. In accordance with SEC requirements, the cashless exercise is reported on two rows of Table I: the row that includes this note 1, which sets forth the gross number of shares subject to the warrant, and the subsequent row that includes note 3, which reflects the number of shares deemed surrendered in lieu of payment of the exercise price. See also notes 2 and 3.
2. Since shares were acquired on a net basis, this entry is provided to satisfy the requirements of Form 4. As applicable based on the figure to which this note 2 pertains, (i) number of shares shown as "acquired" reflects gross number of shares subject to warrant upon exercise; (ii) number of shares shown as "disposed of" equals the difference between the gross number of shares subject to the warrant and the net number issuable under the terms of the Warrant Agreement, as explained in note 3. For more information, see the Warrant Agreement filed as Exhibit 4.1 to the Issuer's current report on Form 8-K, filed with the SEC on 12/8/2020.
3. The number of net shares issuable, and thus the number of shares deemed "disposed of" upon cashless exercise of the warrants, was determined by the Issuer pursuant to Sections 3.3.1 and 6.2 of the Warrant Agreement. Accordingly, on 2/22/2022, the Issuer announced that warrant holders who exercise warrants on a cashless basis prior to the Redemption Date would receive 0.261 shares of common stock per warrant exercised (rounded down to the nearest whole share). See the Issuer's current reports on Form 8-K, filed with the SEC on 2/4/2022 and 2/22/2022. See also the entries in Table II accompanying notes 6, 7 and 9. The related disposition of shares, in addition to being provided for in the Warrant Agreement, was exempted from Section 16(b) of the Exchange Act, pursuant to Rule 16b-3(e) thereunder, by resolution of the board of directors of the Issuer prior to such disposition.
4. Consists of (i) 4,283 shares previously reported as held directly by Live Oak GaN Partners LLC (of which the reporting person is a managing member) and beneficially owned indirectly by the reporting person by virtue of his pecuniary interest therein and (ii) 10,463 previously reported shares underlying restricted stock units that vest in full on 10/19/2022.
5. 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.
6. Corresponds to transactions reported in rows 1 and 2 of Table I and described in notes 1-3. Upon cashless exercise of the warrants in accordance with the Warrant Agreement, 6,525 net shares were issued.
7. Corresponds to transactions reported in rows 3 and 4 of Table I and described in notes 1-3. Upon cashless exercise of the warrants in accordance with the Warrant Agreement, 11,830 net shares were issued.
8. Reflects exercise by the reporting person of private placement warrants previously reported as held directly by Live Oak Sponsor Partners II, LLC and beneficially owned indirectly by the reporting person by virtue of his pecuniary interest therein.
9. Corresponds to transactions reported in rows 5 and 6 of Table I and described in notes 1-3. Upon cashless exercise of the warrants in accordance with the Warrant Agreement, 44,276 net shares were issued.

**Remarks:**

/s/ Richard J. Hendrix

01/04/2023

\*\* 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.

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