

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

<p>1. Name and Address of Reporting Person*</p> <p><u>Kim Theodore S</u></p> <hr/> <p>(Last) (First) (Middle)</p> <p>C/O MAGNACHIP SEMICONDUCTOR, LTD. 108, YEOUNI-DAERO, YEONGDEUNGPO-GU</p> <hr/> <p>(Street)</p> <p>SEOUL M5 07335</p> <hr/> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><u>MAGNACHIP SEMICONDUCTOR Corp</u> [MX]</p> <p>3. Date of Earliest Transaction (Month/Day/Year)</p> <p>12/31/2023</p> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p>Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) See Remarks</p> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
<p>Rule 10b5-1(c) Transaction Indication</p> <p><input type="checkbox"/> 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.</p>		

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			
Common Stock	12/31/2023		F		2,545 ⁽¹⁾	D	\$7.5	244,281	D	
Common Stock	12/31/2023		F		2,917 ⁽²⁾	D	\$7.5	241,364	D	
Common Stock	12/31/2023		F		9,248 ⁽³⁾	D	\$7.5	232,116	D	

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					

Explanation of Responses:

- This transaction represents the withholding by the Issuer of 2,545 shares of common stock to satisfy tax withholding obligations incurred by the Reporting Person upon the vesting of 7,269 shares of common stock originally awarded to the Reporting Person on February 19, 2021.
- This transaction represents the withholding by the Issuer of 2,917 shares of common stock to satisfy tax withholding obligations incurred by the Reporting Person upon the vesting of 8,333 shares of common stock originally awarded to the Reporting Person on February 28, 2022.
- This transaction represents the withholding by the Issuer of 9,248 shares of common stock to satisfy tax withholding obligations incurred by the Reporting Person upon the vesting of 26,422 shares of common stock originally awarded to the Reporting Person on February 16, 2023.

Remarks:

Chief Compliance Officer, General Counsel and Secretary

/s/ Theodore Kim

01/03/2024

** 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.