SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

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

1. Name and Address of Reporting Person* <u>Kim Young-Joon</u>			2. Issuer Name and Ticker or Trading Symbol <u>MAGNACHIP SEMICONDUCTOR Corp</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle)		(Middle)		X X	Officer (give title below)	Other (specify below)		
C/O MAGNACHIP SEMICONDUCTOR, LTD., 501, TEHERAN-RO, GANGNAM-GU			3. Date of Earliest Transaction (Month/Day/Year) 02/18/2022	See Remarks				
(Street) SEOUL (City)	M5 (State)	06168	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Fili Form filed by One Re Form filed by More th Person	porting 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)			4. Securities Disposed Of (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)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130. 4)
Common Stock	02/18/2022		A		53,402(1)	A	\$0.00	343,331	D	
Common Stock	02/18/2022		F		19,759 ⁽²⁾	D	\$18.78	323,572	D	
Common Stock	02/18/2022		A		19,104 ⁽³⁾	A	\$0.00	342,676	D	
Common Stock	02/18/2022		F		7 , 069 ⁽⁴⁾	D	\$18.78	335,607	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. Transa Code (8)		of Exp		6. Date Exerc Expiration Da (Month/Day/Y	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				

Explanation of Responses:

1. This transaction reflects shares of common stock issued in connection with the vesting of financial performance-based restricted stock units granted on February 19, 2021.

2. This represents the withholding by the Issuer of 19,759 shares of common stock to satisfy tax withholding obligations incurred by the Reporting Person upon the vesting of 53,402 shares of common stock issued in connection with the vesting of financial performance-based restricted stock units granted on February 19, 2021.

3. This transaction reflects shares of common stock issued in connection with the vesting of TSR performance-based restricted stock units granted on October 22, 2019.

4. This represents the withholding by the Issuer of 7,069 shares of common stock to satisfy tax withholding obligations incurred by the Reporting Person upon the vesting of 19,104 shares of common stock issued in connection with the vesting of TSR performance-based restricted stock units granted on October 22, 2019.

Remarks:

Director and Chief Executive Officer

/s/ Theodore Kim, Attorney-

in-Fact

02/23/2022

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \star 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.