SEC Form 3 FORM 3

## UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response: 0.5

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 <sup>*</sup> Brown Christopher	2. Date of Ever Requiring State (Month/Day/Ye 10/29/2020	atement Year)	3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>ALLEGRO MICROSYSTEMS, INC.</u> [ ALGM ]					
(Last) (First) (Middle) 955 PERIMETER ROAD	10/25/2020		4. Relationship of Reporting Issuer (Check all applicable) Director	Person(s	Fil	5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) MANCHESTER NH 03103 (City) (State) (Zip)			X Officer (give title below) See Rema	Other below)	(specify (C	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			. Amount of Securities Beneficially Owned (Instr. )	3. Own Form: I (D) or II (I) (Inst	Direct Own	Nature of Indirect Beneficial wnership (Instr. 5)		
Common Stock			130,097(1)	I				
Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)								
L. Title of Derivative Security (Instr. 4) Expiration Date (Month/Day/Year)		e	3. Title and Amount of Se Underlying Derivative Se (Instr. 4)		4. Conversion or Exercise Price of		6. Nature of Indirect Beneficial Ownership (Instr. 5)	
		Expiration Date	Title	Amount or Number of Shares	Derivative Security	or Indirect (I) (Instr. 5)	5)	

**Explanation of Responses:** 

1. Includes 130,097 shares of restricted stock, 32,524 of which will vest immediately prior to the closing of the Issuer's initial public offering, with the remainder vesting in three equal annual installments beginning May 26, 2021.

## **Remarks:**

SVP, General Counsel and Assistant Secretary Exhibit 24 - Power of Attorney.

<u>/s/ Christopher Brown</u> \*\* Signature of Reporting Person 10/29/2020

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 5 (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.

## SECTION 16 POWER OF ATTORNEY

With respect to holdings of and transactions in securities issued by Allegro Microsystems, Inc. (the "Company"), the undersigned hereby constitutes and appoints the officers of the Company listed on Schedule A attached hereto and as may be amended from time to time, or any of them signing singly, with full power of substitution and resubstitution, to act as the undersigned's true and lawful attorney-in-fact to:

- execute for and on behalf of the undersigned, Forms 3, 4, and 5 in accordance with Section 16 of the Securities Exchange Act of 1934, as amended, and the rules thereunder;
- do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- 3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in the discretion of such attorney-in-fact.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution and resubstitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-facts substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is any Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 20th day of October, 2020.

/s/ Christopher Brown Christopher Brown

Schedule A

Individuals Appointed as Attorney-in-Fact with Full Power of Substitution and Resubstitution

- 1. Paul V. Walsh, Jr.
- 2. Christopher E. Brown
- 3. Erich Manz