SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

<u>Teebagy Th</u> (Last)	(First)	Person [*] (Middle)	2. Issuer Name and Ticker or Trading Symbol <u>ALLEGRO MICROSYSTEMS, INC.</u> [ALGM] 3. Date of Earliest Transaction (Month/Day/Year) 05/13/2022	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below) SVP of Operations and Quality
955 PERIMET (Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
(City)	ER NH (State)	(Zip)	-	X Form filed by One Reporting Person 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)			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	05/13/2022		A		5,599(1)	A	\$ <mark>0</mark>	68,696	D	
Common Stock	05/16/2022		F		11,992(2)	D	\$23.48	56,704	D	
Common Stock	05/16/2022		A		18,740 ⁽³⁾	A	\$ <mark>0</mark>	75,444	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 Deriv Secu Acqu (A) of Dispo of (D)	rivative (Month/Day/Year) curities quired) or sposed (D) str. 3, 4		te	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative de Security Se (Instr. 5) Be Ov Fo Re Tra	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. On May 7, 2021, the reporting person was granted an award of Performance Stock Units ("PSUs"), which vest over a three-year period in the form of common stock, contingent upon the Issuer's attainment of certain performance objectives between one and three years. On May 13, 2022, the Compensation Committee of the Issuer's Board of Directors determined that the one-year performance objective goals had been met, resulting in the vesting of a portion of the total PSU on May 16, 2022.

2. Represents shares withheld to cover taxes due upon the vesting of RSUs and PSUs that were previously granted by the Issuer.

3. Represents an award of Restricted Stock Units ("RSUs") granted on May 16, 2022. Each RSU represents a contingent right to receive one share of common stock. The RSUs will vest in four equal annual installments beginning on May 16, 2023.

Remarks:

<u>/s/ Erich Manz, Attorney-in-</u> <u>Fact for Thomas C. Teebagy</u>, <u>05/18/2022</u> <u>Jr.</u>

** 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.

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