

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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>KKR Phorm Investors L.P.</u> _____ (Last) (First) (Middle) 30 HUDSON YARDS _____ (Street) NEW YORK NY 10001 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Transphorm, Inc. [ TGAN ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 06/20/2024	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
Rule 10b5-1(c) Transaction Indication <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.		

**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	06/20/2024		s <sup>(1)</sup>		24,411,968	D	\$5.1 <sup>(1)</sup>	0	I	See footnotes <sup>(2)(3)</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					

1. Name and Address of Reporting Person\*  
KKR Phorm Investors L.P.  
 \_\_\_\_\_  
 (Last) (First) (Middle)  
 30 HUDSON YARDS  
 \_\_\_\_\_  
 (Street)  
 NEW YORK NY 10001  
 \_\_\_\_\_  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
KKR Phorm Investors GP LLC  
 \_\_\_\_\_  
 (Last) (First) (Middle)  
 30 HUDSON YARDS  
 \_\_\_\_\_  
 (Street)  
 NEW YORK NY 10001  
 \_\_\_\_\_  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
KKR Group Partnership L.P.  
 \_\_\_\_\_  
 (Last) (First) (Middle)  
 30 HUDSON YARDS  
 \_\_\_\_\_  
 (Street)  
 NEW YORK NY 10001  
 \_\_\_\_\_  
 (City) (State) (Zip)

(Street)  
NEW YORK NY 10001

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[KKR Group Holdings Corp.](#)

(Last) (First) (Middle)

30 HUDSON YARDS

(Street)  
NEW YORK NY 10001

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[KKR Group Co. Inc.](#)

(Last) (First) (Middle)

30 HUDSON YARDS

(Street)  
NEW YORK NY 10001

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[KKR & Co. Inc.](#)

(Last) (First) (Middle)

30 HUDSON YARDS

(Street)  
NEW YORK NY 10001

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[KKR Management LLP](#)

(Last) (First) (Middle)

30 HUDSON YARDS

(Street)  
NEW YORK NY 10001

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[KRAVIS HENRY R](#)

(Last) (First) (Middle)

30 HUDSON YARDS

(Street)  
NEW YORK NY 10001

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[ROBERTS GEORGE R](#)

(Last) (First) (Middle)

2800 SAND HILL ROAD, SUITE 200

(Street)  
MENLO PARK CA 94025

(City) (State) (Zip)

**Explanation of Responses:**

1. On June 20, 2024, Renesas Electronics America Inc. ("Renesas") acquired Transphorm, Inc. (the "Issuer") pursuant to that certain Agreement and Plan of Merger dated as of January 10, 2024 (the "Merger Agreement"), by and among the Issuer, Renesas, Travis Merger Sub, Inc. ("Merger Sub") and Renesas Electronics Corporation (solely for the purposes set forth in Section 9.17 of the Merger Agreement). In accordance with the Merger Agreement, Merger Sub merged with and into the Issuer (the "Merger"), with the Issuer surviving the Merger as a wholly owned subsidiary of Renesas. At the effective time of the Merger, each issued and outstanding share of common stock, par value \$0.0001 per share, of the Issuer (other than certain excluded shares) automatically converted into the right to receive \$5.10 per share in cash, without interest.

2. The securities reported herein are held by KKR Phorm Investors L.P. KKR Phorm Investors GP LLC is the general partner of KKR Phorm Investors L.P., KKR Group Partnership L.P. is the sole member of KKR Phorm Investors GP LLC, KKR Group Holdings Corp. is the general partner of KKR Group Partnership L.P., KKR Group Co. Inc. is the sole shareholder of KKR Group Holdings Corp., KKR & Co. Inc. is the sole shareholder of KKR Group Co. Inc., KKR Management LLP is the Series I preferred stockholder of KKR & Co. Inc., and Messrs. Henry R. Kravis and George R. Roberts are the founding partners of KKR Management LLP.

3. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein, except to the extent of such Reporting Person's pecuniary interest therein. The filing of this statement shall not be deemed to be an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the Reporting Persons are the beneficial owners of any securities reported herein.

KKR PHORM INVESTORS  
L.P. By: KKR Phorm  
Investors GP LLC, its general 06/20/2024  
partner By: /s/ Christopher  
Lee Name: Christopher Lee  
Title: Assistant Secretary  
KKR PHORM INVESTORS  
GP LLC By: /s/ Christopher 06/20/2024  
Lee Name: Christopher Lee  
Title: Assistant Secretary  
KKR GROUP  
PARTNERSHIP L.P. By:  
KKR Group Holdings Corp.,  
its general partner By: /s/ 06/20/2024  
Christopher Lee Name:  
Christopher Lee Title:  
Secretary  
KKR GROUP HOLDINGS  
CORP. By: /s/ Christopher Lee 06/20/2024  
Name: Christopher Lee Title:  
Secretary  
KKR GROUP CO. INC. By:  
/s/ Christopher Lee Name: 06/20/2024  
Christopher Lee Title:  
Secretary  
KKR & CO. INC. By: /s/  
Christopher Lee Name: 06/20/2024  
Christopher Lee Title:  
Secretary  
KKR MANAGEMENT LLP  
By: /s/ Christopher Lee Name: 06/20/2024  
Christopher Lee Title:  
Assistant Secretary  
HENRY R. KRAVIS By: /s/  
Christopher Lee Name: 06/20/2024  
Christopher Lee Title:  
Attorney-in-fact  
GEORGE R. ROBERTS By:  
/s/ Christopher Lee Name: 06/20/2024  
Christopher Lee Title:  
Attorney-in-fact  
\*\* 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.**