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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**SCHEDULE 14A**

**PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

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Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

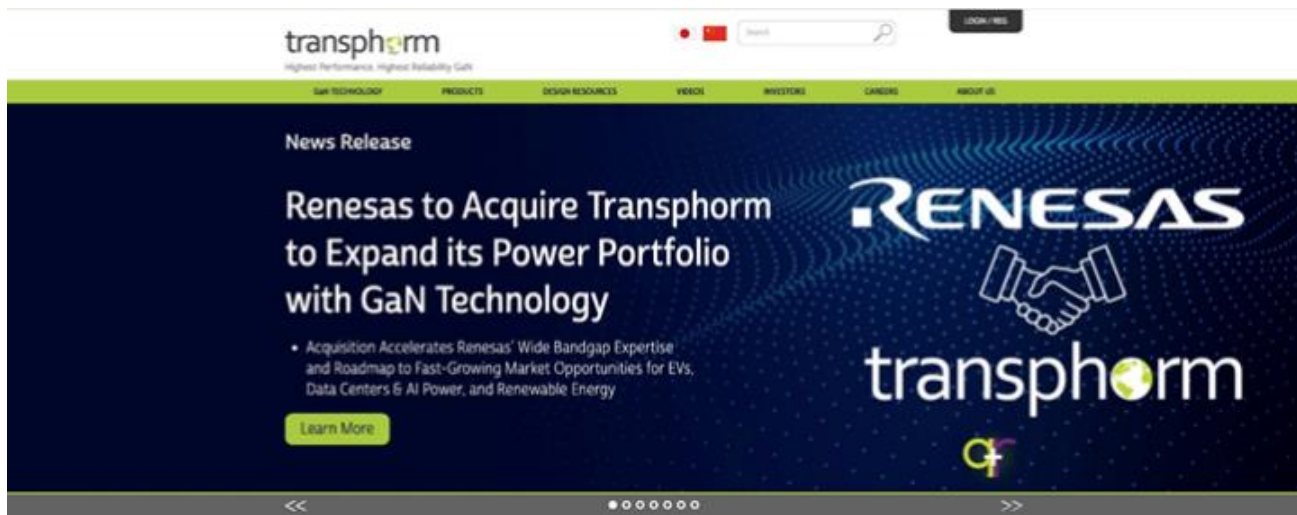
**TRANSPHORM, INC.**  
(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required
- Fee paid previously with preliminary materials
- Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
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Transphorm, Inc., (“Transphorm”) posted the following banner to its website on January 11, 2024.



Transphorm made the following post to its X account on January 12, 2024.




**Transphorm Inc.** · Following  
Semiconductor Manufacturing

Transphorm and **Renesas Electronics** yesterday announced that we have entered into a definitive agreement pursuant to which a subsidiary of Renesas will acquire all outstanding shares of Transphorm's common stock for \$5.10 per share in cash, representing a premium of approximately 35% to Transphorm's closing price on January 10, 2024.

"Combined with Renesas' world-wide footprint, breadth of solution offerings and customer relationships, we are excited to pave the way for industry-wide adoption of WBG materials and set the stage for significant growth. This transaction will also allow us to offer further expanded services to our customers and deliver significant immediate cash value to our stockholders," said Dr. **Primit Parikh**, Co-founder, President and CEO, and Dr. **Umesh Mishra**, Co-founder and CTO of Transphorm.

Find details on the transaction here: <https://lnkd.in/d/YssD-Vh>

[#GaN](#) [#GalliumNitride](#) [#Technology](#) [#Innovation](#) [#WBG](#) [#PowerSupply](#) [#Power](#)



**Renesas to Acquire Transphorm to Expand its Power Portfolio with GaN Technology | Transphorm, Inc.**  
[ir.transphormusa.com](https://ir.transphormusa.com) · 12 min read

2 · 1 repost 7m



此次收购将为瑞萨提供GaN（功率半导体的下一代关键材料）的内部技术，从而扩展其在电动汽车、计算（数据中心、人工智能、基础设施）、可再生能源、工业电源以及快速充电器/适配器快速增长市场的业务范围。



作为碳中和的基石，对高效电力系统的需求正在不断增加。为了应对这一趋势，相关产业正在向以碳化硅（SiC）和GaN为代表的宽禁带（WBG）材料过渡。这些先进材料比传统硅基器件具备更广泛的电压和开关频率范围。在此势头下，瑞萨已宣布建立一条内部SiC生产线，并签署了为期10年的SiC晶圆供应协议。

瑞萨现目标是利用Transphorm在GaN方面的专业知识进一步扩展其WBG产品阵容。GaN是一种新兴材料，可实现更高的开关频率、更低的功

**Transphorm联合创始人、总裁兼首席执行官 Primit Parikh博士以及Transphorm联合创始人兼首席技术官Umesh Mishra博士表示：**

“

结合瑞萨全球布局、广泛的解决方案和客户关系，我们很高兴能为WBG材料的行业广泛采用铺平道路，为其显著增长奠定基础。这项交易还将使我们能够为客户提供进一步扩展服务，并为我们的股东带来可观的即时现金价值。此外，它将为我们的团队提供一个强大的平台，以进一步发展Transphorm卓越的GaN技术和产品。

**交易明细**

Transphorm董事会已一致批准最终协议，并建议Transphorm股东通过该最终交易并批准合并。在签署最终协议的同时，持有Transphorm约38.6%已发行普通股的KKR Phorm Investors L.P.已与瑞萨签订惯例投票协议以支持本次交易。

该交易预计将于2024年下半年完成，但需获得



Transphorm CEO Primit Parikh博士及瑞萨 CEO 柴田英利

瑞萨首席执行官柴田英利表示：

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Transphorm是一家由来自加州大学圣塔芭芭拉分校、并扎根于GaN功率、经验丰富的团队所领导的公司。Transphorm GaN技术的加入增强了我们在IGBT和SiC领域的发展势头。它将推动和扩大我们的关键增长支柱之一的功率产品阵容，使我们的客户能够选择最佳的电源解决方案。

**Transphorm联合创始人、总裁兼首席执行官 Primit Parikh博士以及Transphorm联合创始人兼首席技术官Umesh Mishra博士表示：**