

BRIGADE CAPITAL MANAGEMENT, LP

Form 4

December 17, 2018

**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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*

BRIGADE CAPITAL MANAGEMENT, LP

(Last) (First) (Middle)

399 PARK AVENUE, 16TH FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

MAGNACHIP SEMICONDUCTOR Corp [MX]

3. Date of Earliest Transaction (Month/Day/Year)  
12/13/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

\_\_\_ Form filed by One Reporting Person  
\_X\_ 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) | 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, par value \$.01 per share | 12/13/2018                           |  | P                              |   | 15,000  | A  | \$ 7.05   |
|   |                                      |  |                                |   |   |  | 3,111,935   |
|   |                                      |  |                                |   |   |  | I   |
|   |                                      |  |                                |   |   |  | See Footnote (1)                                      |
| Common Stock, par value \$.01 per share | 12/13/2018                           |  | P                              |   | 200,000   | A  | \$ 6.9  |
|   |                                      |  |                                |   |   |  | 3,155,706   |
|   |                                      |  |                                |   |   |  | D (2)   |
| Common Stock, par value \$.01 per share | 12/13/2018                           |  | P                              |   | 300,000   | A  | \$ 7.07   |
|   |                                      |  |                                |   |   |  | 3,455,706   |
|   |                                      |  |                                |   |   |  | D (2)   |

per share

Common  
Stock, par  
value \$.01  
per share

3,611,935 I

See  
Footnote  
(3)

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares  |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

BRIGADE CAPITAL MANAGEMENT, LP  
399 PARK AVENUE  
16TH FLOOR  
NEW YORK, NY 10022

X

MORGAN DONALD E III  
C/O BRIGADE CAPITAL MANAGEMENT, LP  
399 PARK AVENUE, 16TH FLOOR  
NEW YORK, NY 10022

X

Brigade Capital Management GP, LLC  
399 PARK AVENUE  
16TH FLOOR  
NEW YORK, NY 10022

X

X

Brigade Leveraged Capital Structures Offshore Ltd  
 INTERTRUST CORP SERVICES (CAYMAN) LTD  
 190 ELGIN AVENUE, GEORGE TOWN  
 GRAND CAYMAN, E9 KY1-9005

## Signatures

|  |            |
|--|------------|
| Brigade Capital Management, LP, /s/ Donald E. Morgan, III, Managing Member of its<br>General Partner | 12/17/2018 |
| __Signature of Reporting Person  | Date       |
| /s/ Donald E. Morgan, III  | 12/17/2018 |
| __Signature of Reporting Person  | Date       |
| Brigade Capital Management GP, LLC, /s/ Donald E. Morgan, III, Managing Member                       | 12/17/2018 |
| __Signature of Reporting Person  | Date       |
| Brigade Leveraged Capital Structures Fund Ltd., By: /s/ Donald E. Morgan, III, Director              | 12/17/2018 |
| __Signature of Reporting Person  | Date       |

## Explanation of Responses:

\* 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).

The reported securities are directly owned by private fund clients of Brigade Capital Management, LP. The reported securities may be deemed beneficially owned by Brigade Capital Management, LP, the investment manager of such private fund clients, Brigade Capital Management GP, LLC, the general partner of Brigade Capital Management, LP, and Donald E. Morgan, III, the managing member of

(1) Brigade Capital Management GP, LLC, each a Reporting Person. Brigade Capital Management, LP, Brigade Capital Management GP, LLC and Mr. Morgan each disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interest therein, and this report shall not be deemed to be an admission that each Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

(2) The reported securities are directly owned by Brigade Leveraged Capital Structures Fund Ltd.

The reported securities are directly owned by Brigade Leveraged Capital Structures Fund Ltd. and by certain private fund clients of Brigade Capital Management, LP. The reported securities may be deemed beneficially owned by Brigade Capital Management, LP, the investment manager of such private fund clients, Brigade Capital Management GP, LLC, the general partner of Brigade Capital Management, LP, and Donald E. Morgan, III, the managing member of Brigade Capital Management GP, LLC, each a Reporting Person.

(3) Brigade Capital Management, LP, Brigade Capital Management GP, LLC and Mr. Morgan each disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interest therein, and this report shall not be deemed to be an admission that each Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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