SEC Form 3 FORM 3

UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person [*] <u>SMIK Grantor Retained</u> <u>Annuity Trust</u>	2. Date of E Requiring S (Month/Day 05/08/202	tatement /Year)	3. Issuer Name and Ticker or Trading Symbol <u>Silvaco Group, Inc.</u> [SVCO]					
(Last) (First) (Middle) C/O SILVACO GROUP, INC. 4701 PATRICK HENRY DRIVE, BUILDING #23			4. Relationship of Reporting Issuer (Check all applicable) Director X Officer (give title below) Member of 10% o	10% Owner Other (specify below)		 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One 		
SANTA CLARA CA 95054 (City) (State) (Zip)						Reporting		
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr.3. Owners Form: Dir (D) or Ind (I) (Instr. 5)		Direct C ndirect	rect Ownership (Instr. 5) lirect		
Common Stock			8,222,886 ⁽¹⁾	I				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4) 2. Date Exercisable an Expiration Date (Month/Day/Year)		ate	 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) 		4. Conversion or Exercise Price of		6. Nature of Indirect Beneficial Ownership (Instr.	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			5)	

Explanation of Responses:

1. The amount of securities reported on this Form 3 has been adjusted to reflect a 1-for-2 reverse stock split, which became effective with the State of Delaware on April 29, 2024 in connection with the Issuer's initial public offering.

Remarks:

On April 12, 2024, the reporting person entered into a stockholders agreement (the "Stockholders Agreement") with the Issuer and certain other stockholders of the Issuer. By virtue of the Stockholders Agreement and the obligations and rights thereunder, the reporting person may be deemed to be in a "group" with the other stockholders party to the Stockholders Agreement for purposes of the Securities Exchange Act of 1934, as amended. The reporting person disclaims beneficial ownership of any securities deemed to be owned by the group that are not directly owned by the reporting person. This report shall not be deemed an admission that the reporting person is a member of a group or the beneficial owner of any securities not directly owned by the Reporting person. The reporting person disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein

> /s/ Mark Hancock, Trustee for SMIK Grantor 05/08/2024 **Retained Annuity Trust** ** 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 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.

SMIK GRANTOR RETAINED ANNUITY TRUST POWER OF ATTORNEY FOR SECTION 16 REPORTING PURPOSES

Know all by these presents, that the undersigned hereby constitutes and appoints Thomas Yih, with full power of substitution, as the undersigned's true and lawful attorney-in-fact to:

prepare and execute for and on behalf of the undersigned Forms
 4, and 5 in accordance with Section 16(a) of the
 Securities Exchange Act of 1934 and the rules thereunder,
 and any other forms or reports the undersigned may be
 required to file in connection with the undersigned's
 ownership, acquisition, or disposition of securities of
 Silvaco Group, Inc. (the "Company");

(2) 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, or other form or report, and timely file such form or report 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 such attorney-in-fact's discretion.

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 or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's 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 foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any

of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

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. The undersigned agrees that such Attorney in Fact herein may rely entirely on information furnished orally or in writing by the undersigned to such Attorney in Fact. The undersigned also agrees to indemnify and hold harmless such Attorney in Fact against any losses, claims, damages or liabilities (or actions in these respects) that arise out of or are based upon any untrue statements or omission of necessary facts in the information provided by the undersigned to such Attorney in Fact for purposes of executing, acknowledging, delivering, or filing the EDGAR Access Code Application, and agrees to reimburse such Attorney in Fact for any legal or other expenses reasonably incurred in connection with investigating or defending against any such loss, claim, damage, liability or action.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of September 27, 2023.

SMIK GRANTOR RETAINED ANNUITY TRUST

Signature: <u>/s/ Mark Hancock</u> Name: Mark Hancock Title: Trustee