

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

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

| | | | | | | | | |
|---|-----------|--------------|---|--|--|---|--|--|
| 1. Name and Address of Reporting Person* <u>Park West Asset Management LLC</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>Rodgers Silicon Valley Acquisition Corp [RSVAU]</u> | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input type="checkbox"/> Other (specify below) <input type="checkbox"/> | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) <u>12/10/2020</u> | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |
| <u>900 LARKSPUR LANDING CIRCLE, SUITE 165</u> | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (Street) | | | | | | | | |
| <u>LARKSPUR</u> | <u>CA</u> | <u>94939</u> | | | | | | |
| (City) | (State) | (Zip) | | | | | | |

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 \$0.0001 ⁽¹⁾ | 12/10/2020 | | P | | 386,600 | A | (2) | 4,219,913 | I | See Footnote ⁽³⁾ |
| Common stock, par value \$0.0001 ⁽¹⁾ | 12/11/2020 | | P | | 80,087 | A | (4) | 4,300,000 | I | See Footnote ⁽³⁾ |

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 | | | | | | Title |
| Warrant ⁽¹⁾ | \$11.5 | 12/10/2020 | | P | | 193,300 | | (5) | (6) | Common stock, par value \$0.0001 | 193,300 | (2) | 2,109,956 | I | See Footnote ⁽³⁾ |
| Warrant ⁽¹⁾ | \$11.5 | 12/11/2020 | | P | | 40,043 | | (5) | (6) | Common stock, par value \$0.0001 | 40,043 | (4) | 2,149,999 | I | See Footnote ⁽³⁾ |

Explanation of Responses:

- The securities reported herein are held as units ("Units"), with each Unit consisting of one share of common stock, par value \$0.0001 per share ("Common Stock"), of Rodgers Silicon Valley Acquisition Corp. (the "Company") and one-half of one warrant to purchase one share of Common Stock at an exercise price of \$11.50 per share (the "Warrants").
- The Units were purchased for \$11.49 per Unit. This price is a weighted average price. These Units were bought in multiple transactions ranging from \$11.40 to \$11.50 per Unit, inclusive. Park West Asset Management LLC (the "Reporting Person") undertakes to provide to the Company, any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Units purchased at each separate price within the ranges set forth herein.
- The Reporting Person is the investment manager to Park West Investors Master Fund, Limited, a Cayman Islands exempted company ("PWIMF"), and Park West Partners International, Limited, a Cayman Islands exempted company ("PWPI"). Peter S. Park ("Mr. Park") is the sole member and manager of the Reporting Person. On December 11, 2020, the date of the latest transaction reported in this statement, PWIMF held 3,912,074 Units and PWPI held 387,926 Units. The Reporting Person's and Mr. Park's beneficial ownership is limited to their pecuniary interest, if any, in such securities.
- The Units were purchased for \$12.37 per Unit. This price is a weighted average price. These Units were bought in multiple transactions ranging from \$12.00 to \$12.42 per Unit, inclusive. The Reporting Person undertakes to provide to the Company, any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Units purchased at each separate price within the ranges set forth herein.
- The Warrants will become exercisable at any time commencing on the later of (a) 12 months from the closing of the offering or (b) 30 days after the completion of the Company's initial business combination.
- The Warrants will expire five years after the completion of the Company's initial business combination, at 5:00 p.m., New York City time, or earlier upon redemption or liquidation.

/s/ Grace Jimenez, Chief
Financial Officer of Park West 12/14/2020
Asset Management LLC

** 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.