FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.	C. 20549
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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

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* KEETON SIMON				2. Issuer Name and Ticker or Trading Symbol ON SEMICONDUCTOR CORP [ON]									(Ched	ck all app	k all applicable) Director Officer (give title below)		10% O	wner
(Last) (First) (Middle) 5701 NORTH PIMA ROAD					3. Date of Earliest Transaction (Month/Day/Year) 03/02/2023												below)	specify
				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	′				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
a rule of decarry (mean of			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed O Code (Instr. 5)					, 4 and Secu Bene Own		ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									v	Amount	(A) (D)	or F	Price	Transa	saction(s)			(11150.4)
Common			03/02/2	3/02/2023				F		4,369(1)	Ι	D \$76.75		75 207,168			D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
2. Conversion or Exercise Price of Derivative Security	Exercise (Month/Day/Year) if any (Month/Day/Year rivative		ion Date,	4. Transaction Code (Instr. 8)		of Deriv Secu Acqu (A) of Dispo of (D)	rative rities iired r osed) r. 3, 4	Expirati	ion Da	e Amo Secu Unde Deriv Secu 3 and		Amou		erivative ecurity	derivative Securities Beneficially Owned Following Reported	y G	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	CONVERSION (SIMO) SDALE A. (SIMO) SECURITY (Institute of Exercise Price of Derivative	(First) (CORTH PIMA ROAD SDALE AZ SECURITY (Instr. 3) Table Security (Instr. 3) Table Security (Instr. 3) Table Security (Instr. 3)	(First) (Middle) ORTH PIMA ROAD SDALE AZ 85250 (State) (Zip) Table I - No Security (Instr. 3) Table II - Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year)	(First) (Middle) ORTH PIMA ROAD SDALE AZ 85250 (State) (Zip) Table I - Non-Derivation (Month/Da) Table II - Derivation (e.g., pt. 1) Conversion or Exercise Price of Derivative (Month/Day/Year) 2. 3. Transaction Date (Month/Day/Year) Sal Deemed Execution Date, if any (Month/Day/Year)	(First) (Middle) ORTH PIMA ROAD SDALE AZ (State) (Zip) Table I - Non-Derivative Security (Instr. 3) Table II - Derivative Security (e.g., puts, cathering of Exercise Price of Derivative Security 2. Transaction Date (Month/Day/Year) 3. 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Explanation of Responses:

1. Represents shares withheld to cover taxes due upon the vesting of restricted stock units.

/s/ Pamela L. Tondreau, 03/06/2023 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.