# SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13D Under the Securities Exchange Act of 1934 (Amendment No. 1)\*

# **Cambium Networks Corporation**

(Name of Issuer)

# Ordinary Shares, \$0.0001 par value per share

(Title of Class of Securities)

## G17766109

(CUSIP Number)

Vector Cambium Holdings (Cayman), L.P.
Vector Capital IV, L.P.
Vector Capital Partners IV, L.P.
Vector Capital, Ltd.
Vector Capital, L.L.C.
c/o Vector Capital Management, L.P.
One Market Street, Steuart Tower, 23rd Floor
San Francisco, CA 94105
Telephone: (415) 293-5000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)
December 8, 2020 (Date of Event which Requires Filing of this Statement)
If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box. □
Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. Se Rule 13d-7 for other parties to whom copies are to be sent.
* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.
The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. G17/66109			SCHEDUL	E 13D	Page 2 of 13 Pages			
1		OF REPORTING PER						
		mbium Holdings (Caym						
2	СНЕСК Т	THE APPROPRIATE	BOX IF A MEMB	ER OF A GROUP		(a)□ (b)☑		
2						(U) <u>I</u>		
2	SEC USE	ONLY						
3								
4	SOURCE	OF FUNDS (SEE INS	STRUCTIONS)					
4	WC, OO							
		BOX IF DISCLOSUR	E OF LEGAL PRO	OCEEDINGS IS RE	QUIRED PURSUANT TO ITEM 2(D) OR	Г		
5	2(E)							
6	CITIZENSHIP OR PLACE OF ORGANIZATION							
U	Cayman Islands							
	7	SOLE VOTING PO	OWER					
	/	0						
NUMBER OF SHARES	0	SHARED VOTING	POWER					
BENEFICIALLY	8	14,904,754						
OWNED BY EACH REPORTING PERSON		SOLE DISPOSITIV	VE POWER					
WITH	9	0						
	4.0	SHARED DISPOSI	ITIVE POWER					
	10	14,904,754						
	AGGREG	ATE AMOUNT BEN	EFICIALLY OWN	NED BY EACH REI	PORTING PERSON			
11	14,904,754	1						
	СНЕСК Е	BOX IF THE AGGRE	GATE AMOUNT	IN ROW (11) EXCI	LUDES CERTAIN SHARES (SEE	Г		
12	INSTRUCTIONS)							
12	PERCEN'	Γ OF CLASS REPRE	SENTED BY AMO	OUNT IN ROW (11)	)			
13	57.8%							
1.4	TYPE OF	REPORTING PERS	ON (SEE INSTRU	CTIONS)				
14	PN							

CUSIP No. G17766109				SCHEDULE	13D	Page 3 of 13 Pages			
1		OF REPORTIN	IG PERSON	NS					
2	СНЕСК Т	THE APPROPI	RIATE BOX	X IF A MEMBE	R OF A GROUP		(a)□ (b)☑		
3	SEC USE	ONLY							
4	<b>SOURCE</b> WC	DURCE OF FUNDS (SEE INSTRUCTIONS)							
5	CHECK B 2(E)	BOX IF DISCL	OSURE OF	F LEGAL PROC	CEEDINGS IS REQ	UIRED PURSUANT TO ITEM 2(D) OR			
6	CITIZENS  Delaware	SHIP OR PLA	CE OF OR	GANIZATION					
	7	SOLE VOTI	NG POWE	CR					
NUMBER OF SHARES BENEFICIALLY	8	SHARED VO 1,482,000	OTING PO	WER					
OWNED BY EACH REPORTING PERSON WITH	9	SOLE DISPO	OSITIVE P	POWER					
	10	SHARED DI 1,482,000	ISPOSITIV	E POWER					
11	AGGREG 1,482,000	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,482,000							
12	CHECK B INSTRUC	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE NSTRUCTIONS)							
13	<b>PERCEN</b> 5.7%	Γ OF CLASS F	REPRESEN	TED BY AMOU	UNT IN ROW (11)				
14	TYPE OF	REPORTING	PERSON (	(SEE INSTRUCT	ΓIONS)				

CUSIP No. G17766109			SCHEDULE 13D	Page 4 of 13 Pages
1		OF REPORTING PE	RSONS	
2	СНЕСК Т	THE APPROPRIATE	E BOX IF A MEMBER OF A GRO	<b>UP</b> (a) □ (b) ☑
3	SEC USE	ONLY		
4	SOURCE AF	OF FUNDS (SEE IN	STRUCTIONS)	
5	CHECK B 2(E)	BOX IF DISCLOSUR	RE OF LEGAL PROCEEDINGS IS	S REQUIRED PURSUANT TO ITEM 2(D) OR
6	CITIZENS Cayman Is	SHIP OR PLACE OF	F ORGANIZATION	
NUMBER OF SHARES	7	SOLE VOTING PO 0 SHARED VOTING		
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	0	16,491,754  SOLE DISPOSITI 0	VE POWER	
	10	<b>SHARED DISPOS</b> 16,491,754	SITIVE POWER	
11	16,491,754	ļ	NEFICIALLY OWNED BY EACH	
12	CHECK B INSTRUC	BOX IF THE AGGRI TIONS)	EGATE AMOUNT IN ROW (11) E	XCLUDES CERTAIN SHARES (SEE
13	64.0%		ESENTED BY AMOUNT IN ROW	(11)
14	TYPE OF PN, HC	REPORTING PERS	SON (SEE INSTRUCTIONS)	

CUSIP No. G17766109			SCHEDU	LE 13D	Page 5 of 13 Pages	
1		OF REPORTING P				
1		repreneur Fund III, I		DED OF A CDOUR		(-)F
2	CHECK	THE APPROPRIA	I E BOX IF A MEM	BER OF A GROUP		(a)□ (b)☑
3	SEC USE	ONLY				
4	<b>SOURCE</b> WC	OF FUNDS (SEE )	INSTRUCTIONS)			
5	CHECK F 2(E)	BOX IF DISCLOSU	URE OF LEGAL PE	ROCEEDINGS IS RE	EQUIRED PURSUANT TO ITEM 2(D) OR	
6	<b>CITIZEN</b> Delaware	SHIP OR PLACE	OF ORGANIZATIO	ON		
	7	SOLE VOTING	POWER			
NUMBER OF SHARES BENEFICIALLY	8	SHARED VOTII 18,000	NG POWER			
OWNED BY EACH REPORTING PERSON WITH	9	SOLE DISPOSI	TIVE POWER			
	10	SHARED DISPO	OSITIVE POWER			
11	<b>AGGREG</b> 18,000	SATE AMOUNT B	ENEFICIALLY OW	NED BY EACH RE	PORTING PERSON	
12	CHECK I INSTRUC		REGATE AMOUN	Γ IN ROW (11) EXC	LUDES CERTAIN SHARES (SEE	
13	0.07%			IOUNT IN ROW (11	)	
14	<b>TYPE OF</b> PN	REPORTING PE	RSON (SEE INSTR	UCTIONS)		

CUSIP No. G17766109	CUSIP No. G17766109		SCHEDULE 13D	Page 6 of 13 Pages	
1		OF REPORTING oital Partners III,			
2	•		IATE BOX IF A MEMBER OF A GROUP		(a)□ (b)☑
3	SEC USE	ONLY			
4	SOURCE AF	OF FUNDS (SE	E INSTRUCTIONS)		
5	CHECK F 2(E)	BOX IF DISCLO	OSURE OF LEGAL PROCEEDINGS IS RE	QUIRED PURSUANT TO ITEM 2(D) OR	
6	CITIZEN Cayman Is		CE OF ORGANIZATION		
NUMBER OF SHARES BENEFICIALLY	7	SOLE VOTIN 0 SHARED VO 18,000	TING POWER		
OWNED BY EACH REPORTING PERSON WITH	9	SOLE DISPO	SITIVE POWER		
	10	SHARED DIS 18,000	SPOSITIVE POWER		
11	<b>AGGREG</b> 18,000	SATE AMOUNT	BENEFICIALLY OWNED BY EACH REP	ORTING PERSON	
12	CHECK I INSTRUC		GGREGATE AMOUNT IN ROW (11) EXCL	UDES CERTAIN SHARES (SEE	
13	0.07%		EPRESENTED BY AMOUNT IN ROW (11)		
14	TYPE OF PN, HC	REPORTING I	PERSON (SEE INSTRUCTIONS)		

CUSIP No. G17766109				SCHEDUL	E 13D	Page 7 of 13 Pages	
	NAMES C	F REPORTI	NG PERSON	JS			
1	Vector Cap		ive i Engo	15			
2	СНЕСК Т	THE APPROP	PRIATE BOX	X IF A MEMB	ER OF A GROUP		(a)□ (b)☑
3	SEC USE	ONLY					
4	<b>SOURCE</b> AF	OF FUNDS (S	SEE INSTRU	UCTIONS)			
5	CHECK B 2(E)	OX IF DISC	LOSURE OF	F LEGAL PRO	CEEDINGS IS RE	QUIRED PURSUANT TO ITEM 2(D) OR	
6	CITIZENS Cayman Is		ACE OF OR	GANIZATION			
	7	SOLE VOT	ING POWE	R			
NUMBER OF SHARES BENEFICIALLY	8	SHARED V 16,509,754	OTING POV	WER			
OWNED BY EACH REPORTING PERSON WITH	9	SOLE DISP	POSITIVE P	OWER			
	10	SHARED D 16,509,754	DISPOSITIVI	E POWER			
11	<b>AGGREG</b> 16,509,754		NT BENEFIC	CIALLY OWN	ED BY EACH REI	PORTING PERSON	
12	CHECK E INSTRUC		AGGREGAT	TE AMOUNT I	N ROW (11) EXCI	LUDES CERTAIN SHARES (SEE	
13	64.0%				OUNT IN ROW (11)		
14	TYPE OF OO, HC	REPORTING	G PERSON (S	SEE INSTRUC	CTIONS)		

CUSIP No. G17766109				SCHEDUL	E 13D	Page 8 of 13 Pages	
1		OF REPORTI	NG PERSO	NS			
2	_	ital, L.L.C.	PRIATE BO	X IF A MEMB	ER OF A GROUP		(a)□ (b)☑
	SEC USE	OMIV					
3							
4	<b>SOURCE</b> AF	OF FUNDS (	SEE INSTR	UCTIONS)			
5	CHECK B 2(E)	OX IF DISC	LOSURE OI	F LEGAL PRO	CEEDINGS IS RE	QUIRED PURSUANT TO ITEM 2(D) OR	
6	CITIZENS Delaware	SHIP OR PLA	ACE OF OR	GANIZATION			
	7	SOLE VOT	ING POWE	ER			
NUMBER OF SHARES BENEFICIALLY	8	SHARED V 16,509,754	OTING PO	WER			
OWNED BY EACH REPORTING PERSON WITH	9	SOLE DISE	POSITIVE P	POWER			
	10	SHARED D 16,509,754	OISPOSITIV	E POWER			
11	<b>AGGREG</b> 16,509,754		NT BENEFI	CIALLY OWN	ED BY EACH RE	PORTING PERSON	
12	CHECK B INSTRUC		AGGREGAT	FE AMOUNT 1	N ROW (11) EXC	LUDES CERTAIN SHARES (SEE	
13	64.0%				OUNT IN ROW (11)		
14	<b>TYPE OF</b> OO, HC	REPORTING	G PERSON (	(SEE INSTRU	CTIONS)		

CUSIP No. G17766109			SCHEDULE	13D	Page 9 of 13 Pages					
			-							
1	NAMES C	F REPORTI	NG PERSONS							
1	Alexander R. Slusky									
	СНЕСК Т	THE APPROI	PRIATE BOX IF A MEMBE	R OF A GROUP	(a)[					
2										
	an a rian	01/11/								
3	SEC USE	ONLY								
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_	SOURCE	OF FUNDS (	SEE INSTRUCTIONS)							
4	AF									
	CHECK E	OX IF DISC	LOSURE OF LEGAL PROC	FEDINGS IS REC	QUIRED PURSUANT TO ITEM 2(D) OR					
<b>=</b>	2(E)	OA II DISC	LOSURE OF LEGAL I ROC	EEDINGS IS REQ	CORED TORSUANT TO TEM 2(D) OR					
5										
	CITIZEN	CILID OD DI	A CE OF ODC AND ATION							
6			ACE OF ORGANIZATION							
U	United Stat	tes								
		SOLE VOT	TING POWER							
	7	0								
		SHARED V	OTING POWER							
NUMBER OF SHARES BENEFICIALLY	8	16,522,879								
OWNED BY EACH			` '							
REPORTING PERSON	9 SOLE DISPOSITIVE POWER									
WITH		0								
	4.0	SHARED I	DISPOSITIVE POWER							
	10	16,522,879	(1)							
	AGGREG	ATE AMOU	NT BENEFICIALLY OWNE	D RV FACH REPO	ORTING PERSON					
11			WINDERELI OWNE	DDI EAGII KEI	OKTING I ERSON					
	16,522,879									
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE									
12	INSTRUCTIONS)									
10	PERCENT	Γ OF CLASS	REPRESENTED BY AMOU	INT IN ROW (11)						
13	64.1%									
	TYPE OF	REPORTING	G PERSON (SEE INSTRUCT	ΓΙΟΝS)						
14				· <b>-</b> /						
	IN, HC									

(1) This amount includes 13,125 Shares underlying options awarded to the Reporting Person that are currently exercisable or become exercisable within 60 days and excludes 16,875 Shares underlying options awarded to the Reporting Person that cannot be exercised within 60 days.

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## Item 1. SECURITY AND ISSUER

*Item 1 of the Schedule 13D is hereby amended and supplemented as follows:* 

This Amendment No. 1 to Schedule 13D ("Amendment No. 1") is being filed by the undersigned, pursuant to §240.13d-2(a), to amend and supplement the Schedule 13D filed with the U.S. Securities and Exchange Commission (the "SEC") on July 8, 2019 (the "Initial Schedule 13D"), with respect to the ordinary shares, par value \$0.0001 per share (the "Shares"), of Cambium Networks Corporation, a Cayman Islands corporation (the "Company"). The address of the principal executive offices of the Company is 3800 Golf Road, Suite 360, Rolling Meadows, Illinois 60008

#### Item 4. PURPOSE OF TRANSACTION

*Item 4 of the Schedule 13D is hereby amended and supplemented as follows:* 

Vector Cambium Holdings (Cayman), L.P. ("VCH") sold 2,500,000 Shares at a price of \$26.60 per Share, net of underwriting fees, in an underwritten registered offering that closed on December 8, 2020.

On December 23, 2020, VCH gifted 195,000 shares to various charitable and philanthropic donees.

Also on December 23, 2020, VCH transferred 105,000 Shares to its general partner, Vector Capital Partners IV, L.P., for no consideration.

The Reporting Persons acquired the securities reported herein for investment purposes. In their capacity as significant stockholders of the Company, the Reporting Persons intend to take an active role in working with the Company's management and board of directors on operational, financial and strategic initiatives. In addition, pursuant the Shareholder Agreement described in Item 6 of the Initial Schedule 13D, the Reporting Persons have rights to name persons to the Company's board of directors and one of the Reporting Persons, Mr. Slusky, serves on the Company's board of directors.

Except as described in the Initial Schedule 13D, as supplemented by this Amendment No. 1, the Reporting Persons do not have any present plans or proposals that relate to or would result in any of the actions set forth in subparagraphs (a)-(j) of Item 4 of Schedule 13D. The Reporting Persons intend to review their investment in the Company on a continuing basis and have in the past and may in the future engage in discussions with management, the board of directors, other stockholders and other relevant parties concerning the business, operations, board composition, management, strategy and future plans of the Company. Depending on various factors including, without limitation, the results of any such discussions, the Company's financial position and business strategy, price levels of the Shares, conditions in the securities market and general economic and industry conditions, and subject to the agreements described in the Initial Schedule 13D, the Reporting Persons may in the future take such actions with respect to their investment in the Company as they deem appropriate including, without limitation: purchasing additional shares or selling some or all of their Shares; engaging in any hedging or similar transactions with respect to the Shares; nominating representatives to the board of directors; taking positions or making proposals with respect to, or taking other actions to effect changes in the board composition, ownership structure, management, the charter documents, strategy, future plans and operations of the Company; encouraging the Company to pursue one or more strategic transactions, including transactions in which the Reporting Persons may participate; and/or otherwise changing their intention with respect to any and all matters referred to in Item 4 of Schedule 13D.

#### Item 5. INTEREST IN THE SECURITIES OF THE ISSUER

Item 5 of the Schedule 13D is hereby amended and supplemented as follows:

(a), (b) The beneficial ownership percentages reported herein are based on 25,782,779 Shares outstanding as of November 30, 2020, as reported in the Company's prospectus supplement dated December 3, 2020.

The aggregate number of Shares and percentages of Shares beneficially owned by each Reporting Person named in Item 2(a), as well as the number of Shares as to which such Reporting Person is deemed to have sole power to vote or to direct the vote, shared power to vote or to direct the vote, sole power to dispose or to direct the disposition and shared power to dispose or direct the disposition, is set forth in the following table:

		Power to Vote			Power to Dispose		
Reporting Person	No. of Shares Beneficially Owned	Sole	Shared	Sole	Shared	Percent of Class	
Vector Cambium Holdings (Cayman),							
L.P.	14,904,754	0	14,904,754	0	14,904,754	57.8%	
Vector Capital IV, L.P.	1,482,000	0	1,482,000	0	1,482,000	5.7%	
Vector Capital Partners IV, L.P.	16,491,754	0	16,491,754	0	16,491,754	64.0%	
Vector Entrepreneur Fund III L.P.	18,000	0	18,000	0	18,000	0.07%	
Vector Capital Partners III, L.P.	18,000	0	18,000	0	18,000	0.07%	
Vector Capital, Ltd.	16,509,754	0	16,509,754	0	16,509,754	64.0%	
Vector Capital, LLC	16,509,754	0	16,509,754	0	16,509,754	64.0%	
Alexander R. Slusky	16,522,879(1)	0	16,522,879(1)	0	16,522,879(1)	64.1%	

- (1) This amount includes 13,125 Shares underlying options awarded to the Mr. Slusky that are currently exercisable or become exercisable within 60 days and excludes 16,875 Shares underlying options awarded to Mr. Slusky that cannot be exercised within 60 days.
  - (c) Except as set forth in the response to Item 4 of this Amendment No. 1, no transactions in the Shares were effected by the Reporting Persons during the past sixty days.
  - (d) This Item 5(d) is not applicable.
  - (e) This Item 5(e) is not applicable.

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# **SIGNATURES**

After reasonable inquiry and to the best of his or its knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: February 17, 2021

#### VECTOR CAMBIUM HOLDINGS (CAYMAN), L.P.

By: VECTOR CAPITAL PARTNERS IV, L.P., its general partner

By: VECTOR CAPITAL, LTD., its general partner

By: /s/ David Baylor

Name: David Baylor Title: Director

#### **VECTOR CAPITAL IV, L.P.**

By: VECTOR CAPITAL PARTNERS IV, L.P., its general

partner

By: VECTOR CAPITAL, LTD., its general partner

By: /s/ David Baylor

Name: David Baylor Title: Director

#### VECTOR CAPITAL PARTNERS IV, L.P.

By: VECTOR CAPITAL, LTD., its general partner

By: /s/ David Baylor

Name: David Baylor Title: Director

#### VECTOR ENTREPRENEUR FUND III L.P.

By: VECTOR CAPITAL PARTNERS III, L.P., its general

partner

By: VECTOR CAPITAL, LTD., its general partner

By: /s/ David Baylor

Name: David Baylor Title: Director CUSIP No. G17766109 SCHEDULE 13D Page 13 of 13 Pages

## VECTOR CAPITAL PARTNERS III, L.P.

By: VECTOR CAPITAL, LTD., its general partner

By: /s/ David Baylor

Name: David Baylor Title: Director

# VECTOR CAPITAL, LTD.

By: /s/ David Baylor

Name: David Baylor Title: Director

## VECTOR CAPITAL, L.L.C.

By: /s/ David Baylor

Name: David Baylor

Title: Chief Operating Officer

## ALEXANDER R. SLUSKY

/s/ Alexander R. Slusky