

# 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 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>BARROS PHILIP RYAN SR.</b>			<b>ICHOR HOLDINGS, LTD. [ ICHR ]</b>			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Chief Technology Officer</b>		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
<b>C/O ICHOR HOLDINGS, LTD., 3185 LAURELVIEW COURT</b>			<b>2/17/2023</b>					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>FREMONT, CA 94538</b>						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			
Ordinary Shares, par value \$0.0001	2/17/2023		M		7617	A	\$24.89	64185	D	
Ordinary Shares, par value \$0.0001	2/17/2023		M		10024	A	\$22.56	74209	D	
Ordinary Shares, par value \$0.0001	2/17/2023		M		9849	A	\$21.76	84058	D	
Ordinary Shares, par value \$0.0001	2/17/2023		S		35502	D	\$34.37	48556	D	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (right to buy)	\$24.89	2/17/2023		M		7617		(1)	2/15/2025	Ordinary Shares, par value \$0.0001	7617	\$0.00	0	D	
Option (right to buy)	\$22.56	2/17/2023		M		10024		(2)	5/14/2026	Ordinary Shares, par value \$0.0001	10024	\$0.00	1433	D	
Option (right to buy)	\$21.76	2/17/2023		M		9849		(3)	5/12/2027	Ordinary Shares, par value \$0.0001	9849	\$0.00	7031	D	

**Explanation of Responses:**

- (1) The option vests as follows: 25% of the option vests on February 15, 2019 and the remainder vests ratably on a quarterly basis over a three year period thereafter.
- (2) The option vests as follows: 25% of the option vests on May 14, 2020 and the remainder vests ratably on a quarterly basis over a three year period thereafter.
- (3) The option vests as follows: 25% of the option vests on May 12, 2021 and the remainder vests ratably on a quarterly basis over a three-year period thereafter.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>BARROS PHILIP RYAN SR. C/O ICHOR HOLDINGS, LTD. 3185 LAURELVIEW COURT FREMONT, CA 94538</b>			<b>Chief Technology Officer</b>	

**Signatures**

/s/ Chase Rosson by Power of Attorney

2/22/2023

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.

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