

**ICHOR HOLDINGS, LTD.**  
Reported by  
**CARSON MAURICE EUGENE**

**FORM 4**  
(Statement of Changes in Beneficial Ownership)

Filed 11/02/17 for the Period Ending 11/01/17

Address 3185 LAURELVIEW CT.  
FREMONT, CA, 94538  
Telephone 510-897-5200  
CIK 0001652535  
Symbol ICHR  
Fiscal Year 12/27

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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

[ ] 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 - <b>CARSON MAURICE EUGENE</b>  (Last) (First) (Middle) <b>C/O ICHOR HOLDINGS, LTD., 3185 LAUREL VIEW CT.</b>  (Street) <b>FREMONT, CA 94538</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>ICHR HOLDINGS, LTD. [ ICHR ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) <b>President, CFO, and Secretary</b>
	3. Date of Earliest Transaction (MM/DD/YYYY) <b>11/1/2017</b>	
4. If Amendment, Date Original Filed (MM/DD/YYYY)		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

**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	11/1/2017	11/1/2017	M		12300	A	\$8.05	52922	D	
Ordinary Shares, par value \$0.0001	11/1/2017	11/1/2017	S (1)		17300	D	\$29.37	35622	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)	\$8.05	11/1/2017	11/1/2017	M		327		(2)	3/12/2019	Ordinary Shares	327	\$0.00	0	D	
Option (right to buy)	\$8.05	11/1/2017	11/1/2017	M		11973		(3)	9/19/2021	Ordinary Shares	11973	\$0.00	147889	D	

### Explanation of Responses:

- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- The option vests as follows: 25% of the award vested on March 12, 2013 and the remainder vests ratably on a quarterly basis over a three year period thereafter. The option has fully vested.
- The option vests as follows: 25% of the option grant vested on September 19, 2015 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>CARSON MAURICE EUGENE C/O ICHOR HOLDINGS, LTD. 3185 LAUREL VIEW CT. FREMONT, CA 94538</b>	<b>X</b>		<b>President, CFO, and Secretary</b>	

### Signatures

/s/ Nelda Young by Power of Attorney

11/2/2017

\*\*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 control number.