

ICHOR HOLDINGS, LTD. Reported by KOWAL ANDREW

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/16/17 for the Period Ending 11/14/17

Address	3185 LAURELVIEW CT.
	FREMONT, CA, 94538
Telephone	510-897-5200
CIK	0001652535
Symbol	ICHR
SIC Code	3674 - Semiconductors and Related Devices
Industry	Semiconductors
Sector	Technology
Fiscal Year	12/27

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FORM 4	
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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).

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

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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)
KOWAL ANDREW (Last) (First) (Middle) ONE LETTERMAN DRIVE, BUILDING C, SUITE 410	ICHOR HOLDINGS, LTD. [ICHR] 3. Date of Earliest Transaction (MM/DD/YYYY) 11/14/2017	X Director 10% Owner Officer (give title below) Other (specify below)
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
SAN FRANCISCO, CA 94129 (City) (State) (Zip)		X Form filed by One Reporting Person Form filed by More than One Reporting Person

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

									posed	01, 01 20					
1.Title of Security (Instr. 3)		2. Trar		2A. Deemed Execution Date, if any	(Instr. 8)	ode	Dispose	4. Securities Acquired (Disposed of (D) (Instr. 3, 4 and 5)) or 5. Amount of Securities Beneficially Own Following Reported Transaction(s) (Instr. 3 and 4)				Beneficial	
						Code	v	Amount	(A) or (D)	Price				Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Ordinary Shares, p	ar value \$0.00	01	11/14	1/2017		J (1)		982 <u>(1)</u>	А	\$0.00 (<u>1</u>)		982		I	By Andrew J. Kowal, Trustee of the Kowal Revocable Trust (UTD 2808)
	Tab	le II - Der	ivative Sec	urities	Beneficia	ally Owned	(e.g.	, puts,	calls, v	varrants	, options, conve	rtible sec	urities)		
1. Title of Derivate	2. Conversion	3. Trans.	3A. Deemed			umber of					nd Amount of		9. Number of		11. Nature

2.	3. Trans.	3A. Deemed	4. Trans. C	ode	Number	of	Date Exer	cisable and	7. Tit	le and Amount of	8. Price of	9. Number of	10.	11. Nature
Conversion	Date	Execution	(Instr. 8)		Derivative	Securities	Expiration I	Date	Secur	ities Underlying	Derivative	derivative	Ownership	of Indirect
or Exercise		Date, if any			Acquired (A) or			Deriv	ative Security	Security	Securities	Form of	Beneficial
Price of					Disposed o	of (D)			(Instr	. 3 and 4)	(Instr. 5)	Beneficially	Derivative	Ownership
Derivative					(Instr. 3, 4	and 5)						Owned	Security:	(Instr. 4)
Security												Following	Direct (D)	
							Date	Expiration	T . 1	Amount or Number of		Reported	or Indirect	
							Exercisable	Date	Ittle	Shares		Transaction(s)	(I) (Instr.	
			Code	V	(A)	(D)						(Instr. 4)	4)	
ť	or Exercise Price of Derivative	Conversion Date or Exercise Price of Derivative	Conversion Date Execution or Exercise Date, if any Price of Derivative	Conversion or Exercise Price of Derivative Security (Instr. 8)	Conversion or Exercise Price of Derivative Security (Instr. 8)	Conversion or Exercise Price of Derivative Security	Conversion or Exercise Price of Derivative Security Date Execution Date, if any (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Conversion or Exercise Price of Derivative Security Date Execution Date, if any (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Expiration I Security	Conversion or Exercise Price of Derivative Security Date Execution Date, if any (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Expiration Date Derivative Security Date Expiration Date Date Expiration Date	Conversion or Exercise Price of Derivative Security Date Execution Date, if any (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Expiration Date Secur Derivative (Instr Date Security Date Expiration Date Expiration Date Date Expiration Date	Conversion or Exercise Price of Derivative Security Date Execution Date, if any (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Expiration Date Securities Underlying Derivative Security (Instr. 3 and 4) Derivative Security Date Expiration Date Date Expiration Date Title Amount or Number of Shares	Conversion or Exercise Price of Derivative Security Date Execution Date, if any (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Expiration Date Securities Underlying Derivative Security (Instr. 3 and 4) Derivative Security Security Date Expiration Date Securities Underlying Derivative Security (Instr. 3, 4 and 5) Derivative Derivative Security (Instr. 3, 4 and 5) Derivative Date Securities Underlying Derivative Security (Instr. 5) Derivative Security	Conversion or Exercise Price of Derivative Security Date Execution Date, if any (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Expiration Date Securities Underlying Derivative Security (Instr. 3 and 4) Derivative Security Security Derivative Securities Derivative Securities Derivative Security Securities Derivative (Instr. 3, 4 and 5) Securities Derivative Security Securities Securities Securities Derivative Derivative Derivative Derivative Security Instr. 3 Security Securities Securities Derivative Derivative Derivative Derivative Securities Securities Securities Securities Securities Derivative Derivative Derivative Derivative Securities Securities Securities Derivative Derivative Date Expiration Date Title Amount or Number of Shares Securities Following	Conversion or Exercise Derivative Security Date Execution Date, if any (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Expiration Date Securities Underlying Derivative Security (Instr. 3 and 4) Derivative Security Derivative Security Derivative Security Derivative Security Derivative Security Ownership Security Note Derivative Derivative Security Security

Explanation of Responses:

(1) On November 14, 2017, each of Francisco Partners III (Cayman), L.P., Francisco Partners Parallel Fund III (Cayman), L.P. and Ichor Investment Holdings, LLC made a distribution-in-kind to its partners, on a pro rata basis for no additional consideration, of ordinary shares of Ichor Holdings, Ltd. ("ordinary shares"). As a limited partner of FP GP Cayman III, Andrew J. Kowal, Trustee of the Kowal Revocable Trust (UTD 2808) was the recipient of 982 ordinary shares in connection with the distribution.

Reporting Owners

Reporting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
KOWAL ANDREW ONE LETTERMAN DRIVE BUILDING C, SUITE 410 SAN FRANCISCO, CA 94129	X							

Signatures

/s/ Andrew Kowal	
** Signature of Reporting Person	

11/16/2017 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.

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