

ICHOR HOLDINGS, LTD. Reported by BARROS PHILIP RYAN SR.

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 04/17/17 for the Period Ending 04/13/17

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 [*]	ey	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
BARROS PHILIP RYAN SR.	ICHOR HOLDINGS, LTD. [ICHR]	Director 10% Owner			
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	XOfficer (give title below) Other (specify below)			
C/O ICHOR HOLDINGS, LTD., 3185	4/13/2017	Chief Technology Officer			
LAURELVIEW CT.					
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)			
FREMONT, CA 94538		X Form filed by One Reporting Person 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	2. Trans. Date	2A. Deemed	3. Trans. Coo	le	4. Securit	ies Acquire	ed (A)	5. Amount of Securities Beneficially Owned	6.	7. Nature
(Instr. 3)		Execution	(Instr. 8)		or Disposed of (D)			Following Reported Transaction(s)	Ownership	of Indirect
		Date, if any			(Instr. 3, 4 and 5)			(Instr. 3 and 4)	Form:	Beneficial
									Direct (D)	Ownership
									or Indirect	(Instr. 4)
						(A) or			(I) (Instr.	
			Code	V	Amount	(D)	Price		4)	

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	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)				1		Securities Underlying Derivative Security		Derivative Security (Instr. 5)	Securities Beneficially	Ownership Form of Derivative	Beneficial Ownership
	Derivative Security			Code	v	(D) (Instr. 3, 4 and (A)	15) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Owned Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect	(Instr. 4)
Option (Right to buy)	\$17.14	4/13/2017		Α		28400		<u>(1)</u>	4/13/2024	Ordinary Shares	28400	\$0.00	28400	D	
Restricted Stock Unit	<u>(2)</u>	4/13/2017		Α		12800		<u>(1)</u>	<u>(2)</u>	Ordinary Shares	12800	\$0.00	12800	D	

Explanation of Responses:

- (1) The option vests as follows: 25% of the award vests on April 13, 2018 and the remainder vests ratably on a quarterly basis over a three year period thereafter.
- (2) The restricted stock unit ("RSU") represents a contingent right to receive ordinary shares of Ichor Holdings, Ltd. The RSU vests as follows: 25% of the RSU vests on April 13, 2018 and the remainder vests ratably on a quarterly basis over a three year period thereafter.

Reporting Owners

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

Signatures

/s/ Robert M. Hayward by Power of Attorney *** Signature of Reporting Person

4/17/2017 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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