

ICHOR HOLDINGS, LTD.

Reported by
CARSON MAURICE EUGENE

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 08/09/17 for the Period Ending 08/07/17

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
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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 * CARSON MAURICE EUGENE (Last) (First) (Middle) C/O ICHOR HOLDINGS, LTD., 3185 LAURELVIEW CT. (Street) FREMONT, CA 94538 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol ICHR HOLDINGS, LTD. [ICHR]	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) See Remarks
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">8/7/2017</p>		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
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

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	8/7/2017		M	(1)	26407	A	\$8.05	96438	D	
Ordinary Shares, par value \$0.0001	8/8/2017		S		51438	D	\$18.50 (2)	45000	D	

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

1. Title of Derivative 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	8/7/2017		M	(1)		26407	(1)	9/19/2021	Ordinary Shares	26407	\$0.00	177008	D	

Explanation of Responses:

- (1) Option was exercised on August 7, 2017 and shares were sold by the reporting person as part of an underwritten secondary offering of ordinary shares of Ichor Holdings, Ltd. which closed on August 8, 2017.
- (2) Represents the offering price to the public in the secondary offering of \$19.32 per ordinary share, net of underwriters' discount of \$0.82 per Ordinary Share.

Remarks:

President, Chief Financial Officer and Secretary

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARSON MAURICE EUGENE C/O ICHOR HOLDINGS, LTD. 3185 LAURELVIEW CT. FREMONT, CA 94538	X		See Remarks	

Signatures

/s/ Nelda Young by Power of Attorney

8/9/2017

**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.

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