#### GRANGER CLARENCE L

Form 4 July 28, 2010

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

07/27/2010

Stock

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading GRANGER CLARENCE L Issuer Symbol ULTRA CLEAN HOLDINGS INC (Check all applicable) [UCTT] (Last) (First) (Middle) 3. Date of Earliest Transaction \_X\_\_ Director 10% Owner Other (specify X\_ Officer (give title (Month/Day/Year) below) below) 26462 CORPORATE AVE 07/27/2010 Chairman And CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting HAYWARD, CA 94545 Person

#### (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial Indirect (I) (Month/Day/Year) Owned Ownership (Instr. 8) (Instr. 4) Following (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common 07/27/2010 M 95,502 Α \$ 1 456,897 D Stock Common 07/27/2010 S 95,502 D 361,395 D Stock Common 07/27/2010 34,593 A 395,988 D M Stock Common 07/27/2010 S 34.953 D 361,395 D Stock Common

6.250

M

D

367,645

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

#### Edgar Filing: GRANGER CLARENCE L - Form 4

Common Stock 07/27/2010 S 6,250 D \$ 361,395 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

# Table II - Derivative Securities Acquired, Disposed of, or 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. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 1	07/27/2010		M	95,502	<u>(1)</u>	02/21/2013	Common Stock	95,5
Non-Qualified Stock Option (right to buy)	\$ 1.11	07/27/2010		M	6,250	<u>(1)</u>	02/17/2019	Common Stock	6,2
Non-Qualified Stock Option (right to buy)	\$ 6.55	07/27/2010		M	34,593	<u>(1)</u>	05/09/2015	Common Stock	34,5

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
GRANGER CLARENCE L 26462 CORPORATE AVE HAYWARD, CA 94545	X		Chairman And CEO				

### **Signatures**

Person

/s/ Clarence L.

Granger

\*\*Signature of Reporting

Date

Reporting Owners 2

### **Explanation of Responses:**

- \* 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).
- (1) The option becomes exercisable over 4 years from the date of grant, with 25% becoming exercisable after the first year and monthly thereafter.

#### **Remarks:**

See continuation page(s) for footnotes

Granger, Clarence L. 26462 Corporate Ave Hayward, CA 94545

Ultra Clean Holdings Inc. (UCTT) 7/27/2010

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.