

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

**FORM 144**  
**NOTICE OF PROPOSED SALE OF SECURITIES**  
**PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

**ATTENTION:** Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

<b>OMB APPROVAL</b>	
OMB Number: 3235-0101	
Expires: July 31, 2023	
Estimated average burden hours per response: 1.00	
<b>SEC USE ONLY</b>	
DOCUMENT SEQUENCE NO	
CUSIP NUMBER	
WORK LOCATION	
TELEPHONE NO	
AREA CODE	NUMBER

1 (a) NAME OF ISSUER (Please type or print)		(c) IRS IDENT NO	(e) S.E.C. FILE NO
Credo Technology Group Holding Ltd		N/A	001-41249
1 (b) ADDRESS OF ISSUER	STREET	CITY	STATE ZIP CODE
PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands			
2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD		(b) RELATIONSHIP TO ISSUER	(c) ADDRESS STREET CITY STATE ZIP CODE
WB Investors, LLC		Affiliate	205 Mountain Wood Lane, Woodside, CA 94062 USA

**INSTRUCTION:** The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3 (a) Title of the Class of Securities To Be Sold	3 (b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY		3 (c) Number of Shares or Other Units To Be Sold <small>(See note 3(c))</small>	3 (d) Aggregate Market Value <small>(See note 3(d))</small>	3 (e) Number of Shares or Other Units Outstanding <small>(See note 3(e))</small>	3 (f) Approximate Date of Sale <small>(See note 3(f))</small> MO DAY YR.	3 (g) Name of Each Securities Exchange <small>(See note 3(g))</small>
		Broker-Dealer File Number						
Common	Morgan Stanley Smith Barney LLC 1 New York Plaza, 38th Floor New York, NY 10004			80,560	\$1,073,445	146,762,000	01/09/2023	Nasdaq

**INSTRUCTIONS:**

- 1 (a) Name of issuer  
(b) Issuer's I.R.S. Identification Number  
(c) Issuer's S.E.C. file number, if any  
(d) Issuer's address, including zip code  
(e) Issuer's telephone number, including area code
- 2 (a) Name of person for whose account the securities are to be sold  
(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)  
(c) Such person's address, including zip code

- 3 (a) Title of the class of securities to be sold  
(b) Name and address of each broker through whom the securities are intended to be sold  
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)  
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice  
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer  
(f) Approximate date on which the securities are to be sold  
(g) Name of each securities exchange, if any, on which the securities are intended to be sold

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 control number.

Finish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Name of the Class	Date Issued	Name of Association/Trust/Stock	Name of Person from Whom Acquired (State and Date when acquired)	Amount of Interest Acquired	Date of Payment	Method of Payment
Common	06/25/2015	Direct Investment	Issuer	80.560	06/25/2015	Cash

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or on a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II — SECURITIES SOLD DURING THE PAST 6 MONTHS

Provide the following information as to all securities at the issuer sold during the past 6 months by the person for whose account the securities are to be sold

Name and Address of holder	Number Shares held	Date of Sale	AGGREGATE Shares held	Other Dispositions
Please see attached aggregation list				

INSTRUCTIONS.

See the definition of "person" in paragraph (a) of Rule 1.44. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other person included in that definition. In addition, information shall be given as to sales by all persons who are required by paragraph (c) of Rule 1.44 to be aggregated with sales for the account of the person filing this notice.

**ATTENTION:**

[illegible]

Michael Marks, Authorized Individual

1990-1991

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed and copies not manually signed shall bear signs of printed signatures.

**ATTENTION:** Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)

**Rule 144 Aggregation List**

**Credo Technology Group Holdings Ltd**  
**Ticker: CRDO**

<u>Date</u>	<u>Seller</u>	<u>Shares</u>	<u>Gross Proceeds</u>
10/13/2022	Celesta Capital II LP	23,698	\$ 264,092.88
10/13/2022	China Walden Venture Investments II	17,468	\$ 194,448.54
10/14/2022	Celesta Capital II LP	2,100	\$ 23,342.13
10/14/2022	China Walden Venture Investments II	1,100	\$ 12,226.83
12/05/2022	Celesta Capital II LP	35,808	\$ 398,016.66
12/05/2022	Celesta Capital III LP	71,884	\$ 839,849.53
12/05/2022	China Walden Venture Investments II	16,284	\$ 181,001.55
12/06/2022	Celesta Capital II LP	106,561	\$ 1,184,457.48
12/06/2022	Celesta Capital III LP	211,505	\$ 2,471,097.52
12/06/2022	China Walden Venture Investments II	12,815	\$ 142,442.57
12/06/2022	A&E Investment LLC	400	\$ 6,000.00
12/07/2022	China Walden Venture Investments II	20,901	\$ 232,320.89
12/07/2022	A&E Investment LLC	49,600	\$ 747,343.04
12/08/2022	A&E Investment LLC	47,383	\$ 713,734.87
12/08/2022	China Walden Venture Investments II	50,000	\$ 753,370.00
12/09/2022	A&E Investment LLC	2,617	\$ 39,286.93
12/09/2022	China Walden Venture Investments II	16,512	\$ 247,881.45
12/12/2022	China Walden Venture Investments II	600	\$ 9,040.44
12/12/2022	WB Investors LLC	74,267	\$ 1,114,005.00
12/12/2022	WRV2 Holdings LLC	33,699	\$ 505,485.00
12/12/2022	Marks Family Foundation	82,840	\$ 1,242,600.00
12/12/2022	The Marks Family Trust	2,220	\$ 33,300.00
12/13/2022	China Walden Venture Investments II	2,535	\$ 38,195.86
12/14/2022	China Walden Venture Investments II	37,274	\$ 561,622.27
01/06/2023	WB Investors LLC	20,000	\$ 253,256.00
<b>Total</b>		<b>940,071</b>	<b>\$ 12,208,417.41</b>