



DIVISION OF  
CORPORATION FINANCE

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

November 21, 2022

Sheri Savage  
Chief Financial Officer  
Ultra Clean Holdings, Inc.  
26462 Corporate Avenue  
Hayward, California 94545

**Re: Ultra Clean Holdings, Inc.**  
**Form 10-K for the fiscal year ended December 31, 2021**  
**Filed March 1, 2022**  
**File No. 000-50646**

Dear Sheri Savage:

We have completed our review of your filing. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Sincerely,

Division of Corporation Finance  
Office of Manufacturing