

Edgar Filing: ULTRA CLEAN HOLDINGS INC - Form SC 13G

ULTRA CLEAN HOLDINGS INC
Form SC 13G
May 12, 2005

May 10, 2005

Securities and Exchange Commission
450 Fifth Street NW
Washington, DC 20549

RE: Amended Schedule 13G
Ultra Clean Holdings, Inc.
As of December 31, 2004

Gentlemen:

In accordance with Section 13(d)(5) of the Securities Exchange Act of 1934, attached please find a copy of an Amended Schedule 13G for the above named company showing beneficial ownership greater than 5% as of December 31, 2004 filed on behalf of Eagle Asset Management, Inc.

Very truly yours,

Damian Sousa
Vice President
Chief Compliance Officer

DS:jgh
Enclosures

cc: Office of the Corporate Secretary
Ultra Clean Holdings, Inc.
150 Independence Drive
Menlo Park, CA 94025

Securities Division
NASD Financial Center
33 Whitehall Street
New York, NY 10004

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Schedule 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

Ultra Clean Holdings, Inc.

(Name of Issuer)

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Common Stock par value \$.001 per share
(Title of Class of Securities)

90385V107
(CUSIP Number)

Check the following box if a fee is being paid with this statement _____.
(A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) See Rule 13d-7.)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 5 Pages

CUSIP NO. 90385V107 13G
1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Eagle Asset Management, Inc. 59-2385219
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (A) _____ (B) _____
3 SEC USE ONLY
4 CITIZENSHIP OR PLACE OF ORGANIZATION
State of Florida
NUMBER OF SHARES BENEFICIALLY OWNED AS OF DECEMBER 31, 2004 BY EACH
REPORTING PERSON WITH
5 SOLE VOTING POWER 1,522,800
6 SHARED VOTING POWER - - -
7 SOLE DISPOSITIVE POWER 1,522,800
8 SHARED DISPOSITIVE POWER

- - -
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,522,800
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 9.84%
12 TYPE OF REPORTING PERSON* IA
*SEE INSTRUCTION BEFORE FILLING OUT!

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Item 1(a) Name of Issuer:

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Ultra Clean Holdings, Inc.

Item 1(b) Address of Issuer's Principal Executing Offices:

150 Independence Drive
Menlo Park, CA 94025

Item 2(a) Name of Person Filing:

Eagle Asset Management, Inc.

Item 2(b) Address of Principal Business Office:

880 Carillon Parkway
St. Petersburg, Florida 33716

Item 2(c) Citizenship:

Florida

Item 2(d) Title of Class of Securities:

Common Stock par value \$.001 per share

Item 2(e) CUSIP Number:

90385V107

Item 3 Type of Reporting Person:

(e) Investment Adviser registered under Section 203
of the Investment Advisors Act of 1940

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Item 4 Ownership as of December 31, 2004:

(a) Amount Beneficially Owned:

1,522,800 shares of common stock beneficially owned including:

					No. of Sh
	Eagle Asset Management, Inc.				1,522,800
(b)	Percent of Class:				9.9%
(c)	Deemed Voting Power and Disposition Power:				
	(i)	(ii)	(iii)	(iv)	
	Deemed to have Sole Power	Deemed to have Shared Power	to have Sole Power to Dispose	Deemed to have Shared Power to Dispose	

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	to Vote or to Direct to Vote	to Vote or to Direct to Vote	or to Direct the Disposition	or to Direct the Disposition
Eagle Asset Management, Inc.	1,522,800	----	1,522,800	----

Item 5 Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following.

()

Item 6 Ownership of More than Five Percent on Behalf of Another Person:

N/A

Item 7 Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company:

N/A

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Item 8 Identification and Classification of Members of the Group: N/A

Item 9 Notice of Dissolution of Group: N/A

Item 10 Certification:

By signing below I certify that to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: May 10, 2005

EAGLE ASSET MANAGEMENT, INC.

 Damian Sousa
 Vice President
 Chief Compliance Officer

