FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549	OMB APPROVAL		
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-028	

Check this box if no longer subject
to Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL							
OMB Number: 3235-0287							
Estimated average burden							
hours per response:	0.5						

Compersion   Code   Conversion   Code   Code   Conversion   Code   Code   Conversion   Code   Code   Cod	1. Name and Address of Reporting Person*  KELLY THOMAS F			2. Issuer Name and Ticker or Trading Symbol Fabrinet [FN]									ck all app Direc			10% Ov	vner			
Street  DUBLIN   CA   94568   City   (State)	(Last)	(Fir	st) (M	Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/12/2023												specify			
City   (State   City	'				4. If <i>I</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)						
City		IN CA 94568																		
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Execution Date, if any (Month/Day/Year) Execution Date, if any (Month/Day/Year) Execution Date, if any (Month/Day/Year) Execution Date (P.)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following (Instr. 3) and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following (Instr. 4) and 5)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Securities Acquired (A) or (D) Price (Third Park 1) (Instr. 3) and 4)  Table II - Derivative Securities Acquired (A) or (D) Price (Third Park 2) (Instr. 3) (Instr. 4) (Instr. 4) (Instr. 4)  Table II - Derivative Securities Acquired (A) or (D) (Instr. 4) (	(City)	(Sta	ate) (Z	Zip)		Check this box to indicate that a transaction was made pursuant							rsuant to			uction or writt	en plan	n that is inter	nded to	
Date   Month/Day/Year		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
Ordinary Shares  Indicated by the control of the co	Date			Execution Day/Year) if any		Date,	, Transaction Code (Instr.		Disposed Of (D) (Instr. 3		a) or 4 and	Securit Benefic Owned	ecurities eneficially wned Following		: Direct Indirect str. 4)	of Indirect Beneficial Ownership				
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) (Instr. 3) (Instr. 4)  2. Conversion or Exercise Price of Derivative Security (Instr. 3) (Instr. 4)  2. Conversion or Exercise Price of Derivative Security (Instr. 3) (Instr. 4)  3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  4. Securities Acquired, Disposed of, or Beneficially owned (e.g., puts, calls, warrants, options, convertible securities)  7. Title and Amount of Securities (Month/Day/Year) Underlying Derivative Security (Instr. 5) (Instr. 4)  10. Ounsership Form: Direct (D) or Indirect (I) (Instr. 4) (Instr. 4)  11. Nature of Indirect Security (Instr. 3) (Instr. 4)  12. Amount or Number of Derivative Security (Instr. 4) (Instr. 4)  13. Amount or Number of Derivative Security (Instr. 5) (Instr. 4)  14. Amount or Number of Derivative Security (Instr. 4) (Instr. 4)  15. Number of Derivative Security (Instr. 5) (Instr. 4)  16. Date Exercisable and Expiration Date (Month/Day/Year) (Instr. 4)  17. Title and Amount of Securities (Instr. 5) (Instr. 4)  18. Price of Derivative Security (Instr. 5) (Instr. 4)  19. Number of Derivative Security (Instr. 5) (Instr. 4)  10. Ownership Form: Direct (D) Ownersh									Code	v	Amount	(A) (D)	or Pi	rice	Transa	ction(s)			(11341. 4)	
(e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Month/Day/Year)  2. Date Exercisable and Expiration Date (Month/Day/Year)  3. Transaction Date Exercisable and Expiration Date (Month/Day/Year)  3. Transaction Date Exercisable and Expiration Date (Month/Day/Year)  3. Transaction Date Exercisable and Expiration Date (Month/Day/Year)  4. Transaction Date (Month/Day/Year)  5. Number of Expiration Date (Month/Day/Year)  9. Number of Derivative Security (Instr. 5)  9. Number of Derivative Security (Instr. 5)  9. Number of Derivative Security (Instr. 4)  9. Number of Derivative Security (Instr. 4)  9. Number of Derivative Security (Instr. 4)  10. Ownership Form: Direct (D) Ownership Form: Direct (D) Owner Ship Pornsaction (I) (Instr. 4)  11. Nature of Expiration Date (Month/Day/Year)  12. Date Expiration Date (Month/Day/Year)  13. Transaction Date (Month/Day/Year)  14. Date Expiration Date (Month/Day/Year)  15. Number of Expiration Date (Month/Day/Year)  16. Date Expiration Date (Month/Day/Year)  16. Date Expiration Date (Month/Day/Year)  17. Title and Amount of Securities Underlying Derivative Securities (Month/Day/Year)  16. Date Expiration Date (Month/Day/Year)  17. Title and Amount of Securities (Month/Day/Year)  18. Price of Derivative Security (Instr. 4)  19. Number of Amount of Securities (Month/Day/Year)  19. Number of Amount of Securities (Month/Day/Year)  10. Number of Amount	Ordinary	Shares			12/12/2	2023				A		1,282(1)	A	1 9	\$0.00	30	30,814		D	
Derivative Security (Instr. 3)  Price of Derivative Security Security  Conversion or Exercise (Price of Derivative Security Security  Security  Conversion or Exercise (Price of Derivative Security Security  Security  Code (Instr. 3)  Date (Month/Day/Year)  Security  (Month/Day/Year)  Date (Month/Day/Year)  Security (Instr. 4)  Derivative Security Security Security (Instr. 5) Security Security (Instr. 4)  Derivative Security Security (Instr. 4)  Ownership Form: Direct (D) Ownership Component or Indirect (I) (Instr. 4)  Instr. 4)  Ownership Form: Direct (D) Ownership Code (Instr. 4)  Ownership Form: Direct (D) Ownership Form: Direct (D) Ownership Form: Or Indirect (I) (Instr. 4)  Number of Security Securities Underlying Reported Transaction(s) (Instr. 4)  Number of Shares																				
Code V (A) (D) Date Expiration Date Title Shares	Derivative Security	ative Conversion or Exercise (Month/Day/Year) 3) Price of Derivative Security Execution Date, if any (Month/Day/Year)		Transaction Code (Instr.		of Deriv Secu Acqu (A) o Dispo of (D (Instr	vative irities ired r osed )	Expiration Day (Month/Day/Y		te Amount of Securities Underlying Derivative Security (Ins		Derivative Security (Instr. 5)		derivative Securities Beneficially Owned Following Reported Transaction(s		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership			
	Evalenci			Code	v	(A)	(D)		able		Title	or Numb of	ber							

1. These are restricted share units awarded to the Reporting Person as partial compensation for serving on the Issuer's Board of Directors. Each restricted share unit represents a contingent right to receive one Ordinary Share of Issuer stock and will vest on January 1, 2025, provided the Reporting Person continues to serve through such date.

## Remarks:

Andrew Chew, Attorney-infact for Thomas F. Kelly

12/14/2023

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.