SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

<u>Gill Harpal</u>			2. Date of Event Requiring Statement (Month/Day/Year) 06/24/2010 3. Issuer Name and Ticker or Trading Symbol Fabrinet [FN]							
(Last) C/O FABRINI 4104 24TH ST (Street) SAN FRANCISCO (City)		(Middle) 94114 (Zip)				tionship of Reporting Perso all applicable) Director Officer (give title below) EVP & Chief Operati	10% Owne Other (spe below)	er cify 6. Ir App	nth/Day/Year) ndividual or Joint licable Line) & Form filed b	ate of Original Filed /Group Filing (Check y One Reporting Person y More than One erson
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)					Beneficially Owned (Instr. 4)				4. Nature of Indirect Beneficial Ownership (Instr. 5)	
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr.			4. Conversion or Exercise	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Date Exercisable	Expiration Date	Title		Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Stock Option (right to buy)		(1)	04/30/2012		Ordinary Shares	100,000	1.75	D	
Stock Option (right to buy)		02/01/2007 ⁽²⁾	12/31/2013		Ordinary Shares	100,000	3.5	D	
Stock Option (right to buy)		12/19/2009 ⁽²⁾	11/18/2017		Ordinary Shares	70,000	5.75	D	

Explanation of Responses:

1. 100% of the shares subject to the option are fully vested and exercisable.

2. The shares subject to the option vest in equal installments of 1/48 per month until fully vested and exercisable.

<u>Andrew Chew, Attorney-in-</u> <u>fact for Harpal Gill</u>

06/24/2010

Date

** Signature of Reporting Person

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

* If the form is filed by more than one reporting person, see Instruction 5 (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.

POWER OF ATTORNEY The undersigned, as a Section 16 reporting person of Fabrinet (the "Company"), hereby constitutes and appoints Mark Schwartz, Paul Kalivas, Andrew Chew and Wilson Sonsini Goodrich & Rosati, P.C. and each of them, the undersigned's true and lawful attorney-in-fact to: 1. complete and execute Forms ID, 3, 4, and 5 and other forms and all amendments thereto as such attorney-in-fact shall in his discretion determine to be required or advisable pursuant to Section 16 of the Securities Exchange Act of 1934 (as amended) and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Company; and 2. do all acts necessary in order to file such forms with the Securities and Exchange Commission, any securities exchange or national association, the Company and such other person or agency as the attorney-in-fact shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with the Securities Exchange Act of 1934 (as amended).

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms ID, 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Company and the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 19 day of June, 2010.

Signature: /s/ Harpal Gill Name: Harpal Gill