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# SECURITIES AND EXCHANGE COMMISSION

## Washington, D.C. 20549

### SCHEDULE 13G/A

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment No. 2)\*

Ultra Clean Holdings, Inc.

(Name of Issuer)

COMMON STOCK, \$0.01 PAR VALUE

(Title of Class of Securities)

90385v107

(CUSIP Number)

12/31/2025

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☒ Rule 13d-1(b)  
☐ Rule 13d-1(c)  
☐ Rule 13d-1(d)

SCHEDULE 13G/A

CUSIP No. 90385v107

|   |                                                                                                                                                |
|---|------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | <b>Names of Reporting Persons</b><br><br>SHAPIRO CAPITAL MANAGEMENT LLC                                                                        |
| 2 | <b>Check the appropriate box if a member of a Group (see instructions)</b><br><br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b) |

|                                                                    |                                                                                                                     |                                      |
|--------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|--------------------------------------|
| 3                                                                  | SEC Use Only                                                                                                        |                                      |
| 4                                                                  | Citizenship or Place of Organization<br>DELAWARE                                                                    |                                      |
| Number of Shares Beneficially Owned by Each Reporting Person With: | 5                                                                                                                   | Sole Voting Power: 1,065,416.00      |
|                                                                    | 6                                                                                                                   | Shared Voting Power: 211,551.00      |
|                                                                    | 7                                                                                                                   | Sole Dispositive Power: 1,276,967.00 |
|                                                                    | 8                                                                                                                   | Shared Dispositive Power: 0.00       |
| 9                                                                  | Aggregate Amount Beneficially Owned by Each Reporting Person<br>1,276,967.00                                        |                                      |
| 10                                                                 | Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)<br><input type="checkbox"/> |                                      |
| 11                                                                 | Percent of class represented by amount in row (9)<br>2.8 %                                                          |                                      |
| 12                                                                 | Type of Reporting Person (See Instructions)<br>IA                                                                   |                                      |

## SCHEDULE 13G/A

### Item 1.

- (a) Name of issuer:  
Ultra Clean Holdings, Inc.
- (b) Address of issuer's principal executive offices:  
26462 CORPORATE AVENUE, HAYWARD, CALIFORNIA 94545

### Item 2.

- (a) Name of person filing:  
SHAPIRO CAPITAL MANAGEMENT LLC
- (b) Address or principal business office or, if none, residence:  
3060 PEACHTREE RD NW, SUITE 1555, ATLANTA, GEORGIA 30305
- (c) Citizenship:  
State of Delaware
- (d) Title of class of securities:  
COMMON STOCK, \$0.01 PAR VALUE
- (e) CUSIP No.:  
90385v107

**Item 3.** If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) ☒ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) ☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

**Item 4.** Ownership

(a) Amount beneficially owned:

1,276,967

(b) Percent of class:

2.8 %

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

1,065,416

(ii) Shared power to vote or to direct the vote:

211,551

(iii) Sole power to dispose or to direct the disposition of:

1,276,967

(iv) Shared power to dispose or to direct the disposition of:

0

**Item 5.** Ownership of 5 Percent or Less of a Class.

☒ Ownership of 5 percent or less of a class

**Item 6. Ownership of more than 5 Percent on Behalf of Another Person.**

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than 5 percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employee benefit plan, pension fund or endowment fund is not required.

This Schedule 13G is being filed by Shapiro Capital Management LLC, (SCM), an investment adviser under the Investment Advisers Act of 1940, which is deemed to be the beneficial owner of 1,276,967 representing 2.80% of the Issuer's outstanding shares. One or more of Shapiro Capital Management LLC's advisory clients is the legal owner of the securities covered by this statement. Pursuant to the investment advisory agreements with its clients, Shapiro Capital Management LLC has the authority to direct the investments of its advisory clients, and consequently to authorize the disposition of the Issuer's shares. SCM's clients have the right to receive dividends and proceeds from sales from the securities it manages, however, no such client has an interest relating to more than five percent of the class to which this Schedule 13G applies.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.**

Not Applicable

**Item 8. Identification and Classification of Members of the Group.**

Not Applicable

**Item 9. Notice of Dissolution of Group.**

Not Applicable

**Item 10. Certifications:**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under ?? 240.14a-11.

**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.

**SHAPIRO CAPITAL MANAGEMENT LLC**

**Signature:** Louis S. Shapiro

**Name/Title:** President

**Date:** 02/02/2026