Edgar Filing: Ng Toh-Seng - Form 4

No Toh-Seno

Form 4											
August 27, 2									OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or				IGES IN BENEFICIAL OWN SECURITIES .6(a) of the Securities Exchange					Expires: Estimated a burden hou response	rs per	
obligatio may cont <i>See</i> Instru 1(b).	ns Section 1	7(a) of the		tility Hol	ding Com	pany	Act o	f 1935 or Sectio	'n		
(Print or Type I	Responses)										
Ng Toh-Seng Symbol								5. Relationship of Reporting Person(s) to Issuer			
		Fabrinet [FN] 3. Date of Earliest Transaction				(Check all applicable)					
(Last) C/O FABRI 24TH STRE	^(First) NET USA, IN EET #345	(Middle) C., 4104	3. Date of (Month/D 08/23/20	ay/Year)	ransaction			Director X Officer (give below) Chief		o Owner er (specify er	
				endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
SAN FRAN	CISCO, CA 94	4114						Form filed by M Person	More than One Ro	eporting	
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative S	Securit	ties Aco	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	ecurity (Month/Day/Year) Execution Date, if		3.4. Securities Acquired Transaction(A) or Disposed of Code(D)(Instr. 8)(Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Ordinary Shares	08/23/2012			Code V A	Amount 16,366	or (D) A	Price \$ 0	(Instr. 3 and 4) 29,677	D		

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	;	ate	7. Titl Amou Under Securi (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Ng Toh-Seng C/O FABRINET USA, INC. 4104 24TH STREET #345 SAN FRANCISCO, CA 94114			Chief Financial Officer					
Signatures								
Andrew Chew, Attorney-in-fact	for							
Toh-Seng Ng			08/27/2012					
** Signature of Reporting Perso	on		Date					
Explanation of Responses:								

* 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).

(1) Each share is represented by a Restricted Stock Unit ("RSU"). The RSUs will vest in equal annual installments over a period of four years on the anniversary date of the RSU grant, provided that the Reporting Person is a service provider on each such vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.