

ULTRA CLEAN HOLDINGS INC  
Form SC 13G/A  
May 11, 2009

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 5)\***

Ultra Clean Holdings, Inc.

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(Name of Issuer)

Common Stock

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(Title of Class of Securities)

90385V107

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(CUSIP Number)

April 30, 2009

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(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)

\* 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 (the "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.)

CUSIP  
No. 90385V107

1. NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NO. OF ABOVE  
PERSONS (ENTITIES ONLY)

Wellington Management Company, LLP  
04-2683227

2. CHECK THE APPROPRIATE BOX IF A  
MEMBER OF A GROUP

(a)   
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF  
ORGANIZATION

Massachusetts

NUMBER OF SHARES	5. SOLE VOTING POWER	0
BENEFICIALLY OWNED BY EACH REPORTING	6. SHARED VOTING POWER	0
PERSON WITH	7. SOLE DISPOSITIVE POWER	0
	8. SHARED DISPOSITIVE POWER	0

9. AGGREGATE AMOUNT BENEFICIALLY  
OWNED BY EACH REPORTING  
PERSON

0

10. CHECK IF THE AGGREGATE AMOUNT  
IN ROW (9) EXCLUDES CERTAIN  
SHARES

- 11.

PERCENT OF CLASS REPRESENTED BY  
AMOUNT IN ROW (9)

0.00%

12. TYPE OF REPORTING PERSON

IA

**Item 1.**

- (a) **Name of Issuer**  
Ultra Clean Holdings, Inc.
- (b) **Address of Issuer's Principal Executive Offices**  
26462 Corporate Avenue  
Hayward, CA 94545

**Item 2.**

- (a) **Name of Person Filing**  
Wellington Management Company, LLP ("Wellington Management")
- (b) **Address of Principal Business Office or, if None, Residence**  
75 State Street  
Boston, MA 02109
- (c) **Citizenship**  
Massachusetts
- (d) **Title of Class of Securities**  
Common Stock
- (e) **CUSIP Number**  
90385V107

**Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 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 Rule 240.13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with Rule 240.13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with Rule 240.13d-1(b)(1)(ii)(G);
- (h)  A savings association 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)  Group, in accordance with Rule 240.13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box

**Item 4. Ownership.**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount Beneficially Owned:

Wellington Management, in its capacity as investment adviser, may be deemed to beneficially own 0 shares of the Issuer which are held of record by clients of Wellington Management.

- (b) Percent of Class:

0.00%

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

- |  |   |
|--|---|
| (i) sole power to vote or to direct the vote                 | 0 |
| (ii) shared power to vote or to direct the vote              | 0 |
| (iii) sole power to dispose or to direct the disposition of  | 0 |
| (iv) shared power to dispose or to direct the disposition of | 0 |

**Item 5. Ownership of Five Percent or Less of 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.**

The securities as to which this Schedule is filed by Wellington Management, in its capacity as investment adviser, are owned of record by clients of Wellington Management. Those clients have the right to receive, or the power to direct the receipt of, dividends from, or the proceeds from the sale of, such securities. No such client is known to have such right or power with respect to more than five percent of this class of securities, except as follows:

Not Applicable.

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

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. Certification.**

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.

**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.

By: /s/ Robert J. Toner

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Name: Robert J. Toner

Title: Vice President

Date: May 11, 2009

yle="font-family:inherit;font-size:11pt;">

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02 Results of Operations and Financial Condition

On January 27, 2017, management of Peoples Bancorp Inc. ("Peoples") conducted a facilitated conference call at approximately 10:00 a.m., Eastern Daylight Time, to discuss results of operations for the quarter and year ended December 31, 2016. A replay of the conference call audio will be available on Peoples' website, [www.peoplesbancorp.com](http://www.peoplesbancorp.com), in the "Investor Relations" section for one year. A copy of the transcript of the conference call is included as Exhibit 99 to this Current Report on Form 8-K.

The information contained in this Item 2.02 and Exhibit 99 included with this Current Report on Form 8-K, is being furnished pursuant to Item 2.02 and shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section, nor shall such information be deemed to be incorporated by reference in any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as otherwise stated in such filing.

During the conference call, management referred to non-Generally Accepted Accounting Principles ("GAAP") financial measures that are used by management to provide information useful to investors in understanding Peoples' operating performance and trends, and to facilitate comparisons with the performance of Peoples' peers. The following tables show the differences between the non-GAAP financial measures referred to during the conference call and the most directly comparable GAAP-based financial measures.

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## NON-GAAP FINANCIAL MEASURES

(in \$000's)	Three Months Ended			Year Ended	
	December 31, 2016	September 30, 2016	December 31, 2015	December 31, 2016	December 31, 2015
Core non-interest income:					
Total non-interest income	\$ 12,111	\$ 13,538	\$ 12,101	\$ 51,070	\$ 47,441
Plus: System upgrade revenue waived	85	—	—	85	—
Core non-interest income	\$ 12,196	\$ 13,538	\$ 12,101	\$ 51,155	\$ 47,441

(in \$000's)	Three Months Ended			Year Ended	
	December 31, 2016	September 30, 2016	December 31, 2015	December 31, 2016	December 31, 2015
Core non-interest expenses:					
Total non-interest expense	\$ 27,282	\$ 26,842	\$ 27,277	\$ 106,911	\$ 115,081
Less: System upgrade costs	746	423	—	1,259	—
Less: acquisition-related costs	—	—	838	—	10,722
Less: pension settlement charges	—	—	5	—	459
Less: other non-core charges	—	—	407	—	592
Core non-interest expenses	\$ 26,536	\$ 26,419	\$ 26,027	\$ 105,652	\$ 103,308

(in \$000's)	Three Months Ended			Year Ended	
	December 31, 2016	September 30, 2016	December 31, 2015	December 31, 2016	December 31, 2015
Efficiency ratio:					
Total non-interest expense	\$ 27,282	\$ 26,842	\$ 27,277	\$ 106,911	\$ 115,081
Less: Amortization of other intangible assets	1,007	1,008	1,133	4,030	4,077
Adjusted non-interest expense	26,275	25,834	26,144	102,881	111,004
Total non-interest income	12,111	13,538	12,101	51,070	47,441
Net interest income	26,667	26,123	25,864	104,865	97,612
Add: Fully tax-equivalent adjustment	517	497	515	2,027	1,978
Net interest income on a fully taxable-equivalent basis	27,184	26,620	26,379	106,892	99,590
Adjusted revenue	\$ 39,295	\$ 40,158	\$ 38,480	\$ 157,962	\$ 147,031
Efficiency ratio	66.87	% 64.33	% 67.94	% 65.13	% 75.50
Efficiency ratio adjusted for non-core items:					
Core non-interest expenses	\$ 26,536	\$ 26,419	\$ 26,027	\$ 105,652	\$ 103,308
Less: Amortization of other intangible assets	1,007	1,008	1,133	4,030	4,077
Adjusted non-interest expense	25,529	25,411	24,894	101,622	99,231
Core non-interest income	\$ 12,196	\$ 13,538	\$ 12,101	\$ 51,155	\$ 47,441
	27,184	26,620	26,379	106,892	99,590

SIGNATURE



Net interest income on a fully taxable-equivalent basis

Adjusted core revenue	\$39,380	\$ 40,158	\$ 38,480	\$158,047	\$147,031	
Efficiency ratio adjusted for non-core items	64.83	% 63.28	% 64.69	% 64.30	% 67.49	%

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(in \$000's)	At or For the Three Months Ended					
	December 31,	September 30,	June 30,	March 31,	December 31,	
	2016	2016	2016	2016	2015	
<b>Tangible Equity:</b>						
Total stockholders' equity, as reported	\$435,261	\$440,637	\$437,753	\$428,486	\$419,789	
Less: goodwill and other intangible assets	146,018	147,005	147,971	148,997	149,617	
Tangible equity	\$289,243	\$293,632	\$289,782	\$279,489	\$270,172	
<b>Tangible Assets:</b>						
Total assets, as reported	\$3,432,348	\$3,363,585	\$3,333,455	\$3,294,929	\$3,258,970	
Less: goodwill and other intangible assets	146,018	147,005	147,971	148,997	149,617	
Tangible assets	\$3,286,330	\$3,216,580	\$3,185,484	\$3,145,932	\$3,109,353	
<b>Tangible Book Value per Common Share:</b>						
Tangible equity	\$289,243	\$293,632	\$289,782	\$279,489	\$270,172	
Common shares outstanding	18,200,067	18,195,986	18,185,708	18,157,932	18,404,864	
Tangible book value per common share	\$15.89	\$16.14	\$15.93	\$15.39	\$14.68	
<b>Tangible Equity to Tangible Assets Ratio:</b>						
Tangible equity	\$289,243	\$293,632	\$289,782	\$279,489	\$270,172	
Tangible assets	\$3,286,330	\$3,216,580	\$3,185,484	\$3,145,932	\$3,109,353	
Tangible equity to tangible assets	8.80	% 9.13	% 9.10	% 8.88	% 8.69	%

(in \$000's)	Three Months Ended			Year Ended		
	December 31,	September 30,	December 31,	December 31,	December 31,	
	2016	2016	2015	2016	2015	
<b>Pre-Provision Net Revenue:</b>						
Income before income taxes	\$10,744	\$11,448	\$3,008	\$45,282	\$14,816	
Add: provision for loan losses	711	1,146	7,238	3,539	14,097	
Add: net loss on debt extinguishment	—	—	—	707	520	
Add: net loss on loans held-for-sale and OREO	33	—	397	34	529	
Add: net loss on securities transactions	—	1	—	—	—	
Add: net loss on other assets	76	224	100	427	739	
Less: net gain on securities transactions	68	—	56	930	729	
Less: net gain on other assets	—	—	—	35	—	
Pre-provision net revenue	\$11,496	\$12,819	\$10,687	\$49,024	\$29,972	
Pre-provision net revenue	\$11,496	\$12,819	\$10,687	\$49,024	\$29,972	
Total average assets	3,386,519	3,324,636	3,240,604	3,320,447	3,111,853	
Pre-provision net revenue to total average assets (annualized)	1.35	% 1.53	% 1.31	% 1.48	% 0.96	%



Item 7.01 Regulation FD Disclosure

From time-to-time between February 3, 2017 and March 31, 2017, the management team of Peoples Bancorp Inc. ("Peoples"), including the President and Chief Executive Officer, and the Executive Vice President, Chief Financial Officer and Treasurer, intend to conduct one or more meetings with investors and analysts. These individuals intend to use an investor presentation containing financial data and other information regarding Peoples to assist the investors and analysts with their understanding of the business and financial performance of Peoples. A copy of the investor presentation is included as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information in this Current Report on Form 8-K is being furnished under Item 7.01 and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act"), or otherwise subject to the liabilities of such section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits

a) - c)

Not applicable.

d) Exhibits

See Index to Exhibits below.

Safe Harbor Statement

This Current Report on Form 8-K and the investor presentation included as Exhibit 99.1 contains "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, Section 21E of the Exchange Act and the Private Securities Litigation Reform Act of 1995. These forward-looking statements are identified by the fact they are not historical facts and may include discussions of the strategic plans and objectives or anticipated future performance and events of Peoples.

Peoples encourages readers of this Current Report on Form 8-K to understand forward-looking statements to be strategic objectives rather than absolute targets of future performance. Further, the information contained in this Current Report on Form 8-K and the investor presentation included as Exhibit 99.1 hereto should be read in conjunction with Peoples' Annual Report on Form 10-K for the fiscal year ended December 31, 2015 ("Peoples' 2015 Form 10-K") and Current Report on Form 8-K issued on January 27, 2017, filed with the Securities and Exchange Commission ("SEC") and available on the SEC's website ([www.sec.gov](http://www.sec.gov)) or at Peoples' website ([www.peoplesbancorp.com](http://www.peoplesbancorp.com)).

Readers are cautioned that forward-looking statements, which are not historical fact, involve risks and uncertainties, including those detailed in Peoples' 2015 Annual Report on Form 10-K filed with the SEC under the section, "Risk Factors" in Part I, Item 1A. As such, actual results could differ materially from those contemplated by forward-looking statements made in this Current Report on Form 8-K and the investor presentation included as Exhibit 99 hereto. Management believes the expectations in these forward-looking statements are based upon reasonable assumptions within the bounds of management's knowledge of Peoples' business and operations. Peoples disclaims any responsibility to update these forward-looking statements to reflect events or circumstances after the date of this Current Report on Form 8-K.



SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PEOPLES BANCORP INC.

Date: February 2, 2017 By: /s/ JOHN C. ROGERS

John C. Rogers

Executive Vice President,  
Chief Financial Officer and Treasurer

INDEX TO EXHIBITS

Exhibit  
Number Description

- 99 Transcript of conference call conducted by management of Peoples Bancorp Inc. on January 27, 2017 to discuss results of operations for the quarter and year ended December 31, 2016
- 99.1 February 2017 Investor Presentation

\* Schedules and exhibits have been omitted pursuant to Item 601(b)(2) of Regulation S-K. A copy of any omitted schedules or exhibits will be furnished supplementally to the SEC upon its request.