

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK 0001163715
Filer CCC XXXXXXXXX
Is this a LIVE or TEST Filing? LIVE TEST

Submission Contact Information

Name
Phone
E-Mail Address

144: Issuer Information

Name of Issuer CREDO TECHNOLOGY GROUP HOLDING LTD
SEC File Number 001-41249
Address of Issuer Maples Corporate Services, Limited, PO B
ox 309,Ugland House
Grand Cayman
CAYMAN ISLANDS
KY1-1104
Phone (408) 664-9329

Name of Person for Whose Account the Securities are To Be Sold MICHAEL E MARKS FAMILY FOUNDATION
See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Director

144: Securities Information

| Title of the Class of Securities To Be Sold | Name and Address of the Broker | Number of Shares or Other Units To Be Sold | Aggregate Market Value | Number of Shares or Other Units Outstanding | Approximate Date of Sale | Name the Securities Exchange |
|---------------------------------------------|---------------------------------------------------------------------------------------------------------------------|--------------------------------------------|------------------------|---------------------------------------------|--------------------------|------------------------------|
| Common | Morgan Stanley Smith Barney LLC Executive Financial Services 1 New York Plaza 38th Floor New York NY 10004 | 15217 | 240734.46 | 149079350 | 08/28/2023 | NASDAQ |

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

| Title of the Class | Date you Acquired | Nature of Acquisition Transaction | Name of Person from Whom Acquired | Is this a Gift? | Date Donor Acquired | Amount of Securities Acquired | Date of Payment | Nature of Payment * |
|--------------------|-------------------|-------------------------------------------|-----------------------------------|--------------------------|---------------------|-------------------------------|-----------------|---------------------|
| Common | 12/09/2017 | Private Acquisition from Issuer/Affiliate | Issuer | <input type="checkbox"/> | | 15217 | 12/09/2017 | Cash |

* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

| Name and Address of Seller | Title of Securities Sold | Date of Sale | Amount of Securities Sold | Gross Proceeds |
|------------------------------------------------------------------------------------------------------------------------|--------------------------|--------------|---------------------------|----------------|
| Walden Tech Ventures II Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 07/14/2023 | 56000 | 948982.00 |
| Walden Tech Ventures II Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 07/13/2023 | 57000 | 985735.00 |
| Celesta Capital III LP Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 07/13/2023 | 224048 | 3841482.00 |
| Walden Tech Ventures II Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 07/12/2023 | 71532 | 1200000.00 |
| Walden Tech Ventures II Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 07/11/2023 | 41872 | 692000.00 |
| Walden Tech Ventures II Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/30/2023 | 53324 | 941000.00 |
| Walden Tech Ventures II Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/29/2023 | 51820 | 912000.00 |
| Walden Tech Ventures II Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/28/2023 | 65852 | 1164000.00 |
| Walden Tech Ventures II | Common | 06/27/2023 | 28533 | 505000.00 |

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| Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | | | |
| Walden Tech Ventures II Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/26/2023 35986 | 636000.00 |
| Walden Tech Ventures II Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/23/2023 8081 | 141000.00 |
| MARKS FAMILY TRUST Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/15/2023 31643 | 562394.20 |
| MICHAEL E MARKS Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/15/2023 851 | 15124.99 |
| MICHAEL E MARKS FAMILY FOUNDATION Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/15/2023 15217 | 270453.26 |
| WB INVESTORS, LLC Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/15/2023 32115 | 570783.11 |
| Celesta Capital III LP Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/14/2023 224049 | 3920857.00 |
| Tan Lip-bu & Ysa Loo Trust Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/07/2023 5000 | 80053.00 |
| A&E Investment LLC Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/07/2023 20000 | 324410.00 |
| Celesta Capital II LP Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/06/2023 74232 | 1391672.00 |
| Celesta Capital III LP Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/06/2023 105591 | 1979584.00 |
| Celesta Capital II LP Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/05/2023 87144 | 1391672.00 |

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| Celesta Capital III LP Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/05/2023 123958 | 1979584.00 |
| Marks Family Foundation Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/02/2023 11951 | 195985.00 |
| WRV2 Holdings Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/02/2023 8452 | 138605.00 |
| WB Investors Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/02/2023 25224 | 413650.00 |
| Celesta Capital II LP Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/02/2023 141624 | 2319701.00 |
| Celesta Capital III LP Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/02/2023 201451 | 3299626.00 |
| MICHAEL E MARKS FAMILY FOUNDATION Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/02/2023 11951 | 194801.30 |
| WB INVESTORS, LLC Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/02/2023 25224 | 411151.20 |
| WRV2 HOLDINGS LLC Maples Corporate Services, Limited, PO B ox 309,Ugland House Grand Cayman E9 KY1-1104 | Common | 06/02/2023 8452 | 137767.60 |

144: Remarks and Signature

Remarks

Date of Notice 08/28/2023

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature /s/ Michael E. Marks

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)