

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
October 9, 2012**

**ORDER GRANTING CONFIDENTIAL TREATMENT  
UNDER THE SECURITIES ACT OF 1933**

**Ambarella, Inc.**

**File No. 333 -174838 – CF #28608**

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Ambarella, Inc. submitted an application under Rule 406 requesting confidential treatment for information it excluded from the Exhibits to a Form S-1 filed on June 10, 2011, as amended.

Based on representations by Ambarella, Inc. that this information qualifies as confidential commercial or financial information under the Freedom of Information Act, 5 U.S.C. 552(b)(4), the Division of Corporation Finance has determined not to publicly disclose it. Accordingly, excluded information from the following exhibits will not be released to the public for the time periods specified:

Exhibit 10.8.1	January 31, 2013
Exhibit 10.8.2	January 31, 2013

For the Commission, by the Division of Corporation Finance, pursuant to delegated authority:

Daniel Morris  
Special Counsel