#### Edgar Filing: Bahrami Homa - Form 4

Bahrami Ho Form 4										
May 21, 201									PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							N OMB Number:	3235-0287		
Check th if no long subject to Section 1 Form 4 c Form 5 obligatio may cont See Instr 1(b).	6. Filed pu ns Section 17	CHAN Section	NGES IN SECUI	Expires: Estimated a burden hou response	irs per					
(Print or Type ]	Responses)									
1. Name and Address of Reporting Person <u>*</u> Bahrami Homa			2. Issuer Name <b>and</b> Ticker or Trading Symbol FORMFACTOR INC [FORM]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 7005 SOUTHFRONT ROAD			3. Date of Earliest Transaction (Month/Day/Year) 05/20/2010				(Check all applicable) <u>X</u> Director Officer (give title 10% Owner below) below)			
LIVERMO		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	4. Securit onAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Rep	ort on a separate lin	e for each cla	ass of sec	urities bene	Perso inform requir	ons who re nation con red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Inst

	Derivative Security				<ul><li>(A) or</li><li>Dispose</li><li>(D)</li><li>(Instr. 3, and 5)</li></ul>					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$0	05/20/2010	А		6,000		<u>(1)</u>	(2)	Common Stock	6,000

### **Reporting Owners**

RelationshipsReporting Owner Name / AddressRelationshipsDirector10% OwnerOfficerOtherBahrami Homa<br/>7005 SOUTHFRONT ROAD<br/>LIVERMORE, CA 94551XXXSignatureaSignatureaXXX

### Signatures

By: \s\ Stuart L Merkadeau, Attorney-in-Fact For: Homa Bahrami

\*\*Signature of Reporting Person

05/21/2010 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).

Restricted Stock Units vest in 12 equal monthly installments with the vesting dates beginning June 20, 2010 and ending May 20, 2011.
 Settlement of vested Units into common stock will occur on the earlier of May 20, 2011 or the date the reporting person's engagement with Issuer is terminated (or on the first market trading day in an open trading window under Issuer's insider trading policy if the

applicable date is not a market trading day in an open trading window).
If the reporting person's engagement with Issuer is terminated for any reason, all Restricted Stock Units that have not yet vested shall be forfeited without consideration, except as provided in Section 9.5 of the Plan and any other agreements regarding award vesting and exercisability between the reporting person and Issuer, which agreements or form agreements are filed with the SEC.

#### **Remarks:**

#### THE CONFIRMING STATEMENT GRANTING THE ATTORNEY-IN-FACT THE AUTHORITY TO EXECUTE AND FI

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.