

MICRON TECHNOLOGY INC
Form 4
June 16, 2014

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
DURCAN DERMOT MARK

2. Issuer Name and Ticker or Trading Symbol
MICRON TECHNOLOGY INC [MU]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

(Last) (First) (Middle)

8000 S. FEDERAL WAY, MAIL STOP 557

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/12/2014

BOISE, ID 83707

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or Price (D) | | |
| Common Stock | 06/12/2014 | | A | | 10,300 (1) (4) | A | \$ 0 1,757,117 D |
| Common Stock | 06/12/2014 | | A | | 6,900 (2) (4) | A | \$ 0 1,764,017 D |
| Common Stock | | | | | | | 284,653 I C&E Partners L.P. |
| Common Stock | | | | | | | 3,101 I Held by Spouse |

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

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(9-02)

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

| 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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Non-Qualified Stock Option | \$ 30.99 | 06/12/2014 | | A | 13,300 (4) | (3) 06/12/2022 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| DURCAN DERMOT MARK 8000 S. FEDERAL WAY MAIL STOP 557 BOISE, ID 83707 | X | | Chief Executive Officer | |

Signatures

Robert Case
Attorney-in-fact

06/16/2014

**Signature of Reporting Person

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) Restricted Stock Award will vest in 25% increments on October 16, 2014, 2015, 2016 and 2017.
- (2) The vesting of restricted shares is subject to achievement of certain performance criteria. In the event that the performance criteria are not met, the restricted shares will be forfeit.
- (3) Stock Option Grant will vest in 25% increments on October 16, 2014, 2015, 2016 and 2017.
- (4) In October 2013 the Company's Compensation Committee approved equity awards for Mr. Durcan with an aggregate value of \$8 million. Due to a clerical error, Mr. Durcan was awarded equity with an aggregate value of approximately \$7.3 million. The awards reported on this Form 4 were granted so that the total value of the awards granted to Mr. Durcan for fiscal 2014 will equal approximately \$8 million.

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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