

MICRON TECHNOLOGY INC
 Form 4
 August 15, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
 Shields Brian

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 8000 S FEDERAL WAY, MS 1-557
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/14/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP Worldwide Operations

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 08/14/2013 | | M | | 37,125 (1) \$ 7.46 | A | 605,645 D |
| Common Stock | 08/14/2013 | | M | | 25,750 (1) \$ 7.59 | A | 631,395 D |
| Common Stock | 08/14/2013 | | M | | 18,750 (1) \$ 5.16 | A | 650,145 D |
| Common Stock | 08/14/2013 | | S | | 81,625 (1) \$ 15 | D | 568,520 D |
| Common Stock | 08/14/2013 | | S | | 266,000 (1) \$ 15 | D | 302,520 D |

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Common Stock 4,264 ⁽²⁾ I Held by spouse.

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

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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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-Qualified Stock Option | \$ 7.46 | 08/14/2012 | | M | 37,125 | ⁽³⁾ 10/05/2015 | Common Stock | 37,125 |
| Non-Qualified Stock Option | \$ 7.59 | 08/14/2013 | | M | 25,750 | ⁽⁴⁾ 10/11/2016 | Common Stock | 25,750 |
| Non-Qualified Stock Option | \$ 5.16 | 08/14/2013 | | M | 18,750 | ⁽⁵⁾ 10/11/2017 | Common Stock | 18,750 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|----------------------------------|
| | Director 10% Owner Officer Other |
| Shields Brian 8000 S FEDERAL WAY MS 1-557 BOISE, ID 83707 | VP Worldwide Operations |

Signatures

Robert Case,
Attorney-in-fact 08/15/2013

**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) Sales pursuant to 10b5-1 Trading Plan entered into on May 13, 2013.
- (2) Number provided on July 2, 2013 filing was
- (3) Stock options vest in four equal installments on October 5, 2010, 2011, 2012 and 2013.
- (4) Stock options vest in four equal installments on October 11, 2011, 2012, 2013 and 2014.
- (5) Stock options vest in four equal installments on October 11, 2012, 2013, 2014 and 2015.

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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