

MICRON TECHNOLOGY INC

Form 4

June 16, 2014

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

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

(Last) (First) (Middle)

**8000 S. FEDERAL WAY, MAIL
STOP 557**

(Street)

BOISE, ID 83707

(City) (State) (Zip)

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

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

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) **Chief Executive Officer**

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

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 (1) (4)	(A) or (D)	Price		
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
Common Stock								3,101	I
									C&E Partners L.P.
									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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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 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option	\$ 30.99	06/12/2014		A		13,300 (4)		(3)	06/12/2022	Common Stock	13,300

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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