DURCAN DERMOT MARK

Form 4/A August 28, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

2005 Estimated average burden hours per response... 0.5

OMB APPROVAL

3235-0287

January 31,

OMB

5. Relationship of Reporting Person(s) to

Number:

Expires:

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

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

2. Issuer Name and Ticker or Trading

(Print or Type Responses)

1. Name and Address of Reporting Person *

1(b).

DURCAN DERMOT MARK			Symbol MICRON TECHNOLOGY INC [MU]					C	Issuer (Check all applicable)			
(Last) (First) (Middle)			(Month/D	3. Date of Earliest Transaction (Month/Day/Year)					Director 10% Owner S Officer (give title Other (specify below) below)			
8000 S. FEDERAL WAY, MAIL STOP 557			08/2//20	08/27/2008					President & COO			
(Street) BOISE, ID 83707			Filed(Mon	4. If Amendment, Date Original Filed(Month/Day/Year) 02/13/2008					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)	Tabl	e I - No	n-D	erivative S	ecuri	ties Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	asaction Date 2A. Deemed A/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or					5. Amount of Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)			
Common	02/12/2000			Code	V	Amount	(D)	Price \$		ъ		
Stock	02/13/2008			F		5,796	D	7.02 (2)	621,235	D		
Common Stock	02/13/2008			J		10,870	A	\$ 7.02 (1)	146,833	I	C&E Partners L.P.	
Common Stock									3,101	I	Held by Spouse	
Common Stock	02/13/2008			G		10,870	D	\$ 7.02	610,365	D		

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(1)

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

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SEC 1474 (9-02)

> 9. Nu Deriv

Secu

Bene Own Follo Repo Trans (Instr

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.	6. Date Exer	cisable and	7. Title	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	Expiration Date		nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day	/Year)	Underl	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	3) Derivati	ve		Securit	ties	(Instr. 5)
	Derivative				Securitie	Securities		(Instr.	3 and 4)	
	Security				Acquire	1				
					(A) or					
					Dispose	1				
					of (D)					
					(Instr. 3,					
					4, and 5					
									Amount	
						Date	Expiration Date		or	
						Exercisable		of	Number	
						Lacreisable				
				Code	V (A) (D))			Shares	

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

President & COO

Signatures

Katie Reid

Attorney-in-fact 08/27/2008

**Signature of Reporting 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) Gift from Direct holdings to C&E Partnership
- (2) Withholding of shares of common stock to satisfy tax withholding obligations in connection with the vesting of restricted stock awarded under the Issuer's 2004 Equity Incentive Plan.

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

Reporting Owners 2

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