

MICRON TECHNOLOGY INC
 Form 4
 January 13, 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 *
 FOSTER RONALD C

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, MAIL
 STOP 557
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/09/2014

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 CFO & VP OF FINANCE

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Common Stock | 01/09/2014 | | M | | 100,000 | A | \$ 7.59 782,816 D |
| Common Stock | 01/09/2014 | | S | | 100,000 | D | \$ 23.6943 682,816 D (1) |
| Common Stock | 01/10/2014 | | M | | 95,000 | A | \$ 7.59 777,816 D |
| Common Stock | 01/10/2014 | | S | | 95,000 | D | \$ 23.5002 682,816 D (2) |

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| | | | | | | | | |
|--------------|------------|---|----------------------|---|----------------------|---------|---|--------------------------|
| Common Stock | 01/10/2014 | M | <u>20,000</u> (3) | A | \$ 7.46 | 702,816 | D | |
| Common Stock | 01/10/2014 | S | <u>20,000</u> (3) | D | \$ 23.5432 (4) | 682,816 | D | |
| Common Stock | | | | | | 1,026 | I | Held jointly with spouse |

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Am Nur Sha |
| Non-Qualified Stock Option | \$ 7.59 | 01/09/2014 | | M | 100,000 | (5) 10/11/2016 | Common Stock 10 |
| Non-Qualified Stock Option | \$ 7.59 | 01/10/2014 | | M | 95,000 | (5) 10/11/2016 | Common Stock 95 |
| Non Qualified Stock Option | \$ 7.46 | 01/10/2014 | | M | 20,000 | (6) 10/05/2015 | Common Stock 20 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|----------------------------------|
| | Director 10% Owner Officer Other |
| FOSTER RONALD C 8000 S. FEDERAL WAY MAIL STOP 557 BOISE, ID 83707 | CFO & VP OF FINANCE |

Signatures

Robert Case,
Attorney-in-fact

01/13/2014

__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) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.65 to \$23.71, inclusive.
- (2) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.50 to \$23.505, inclusive.
- (3) Sale pursuant to 10b5-1 Trading Plan entered into on November 12, 2013.
- (4) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.20 to \$23.695, inclusive.
- (5) This stock option vested in four equal installments on October 11, 2011, 2012, 2013 and 2014.
- (6) This stock option vested in four equal installments on October 5, 2010, 2011, 2012 and 2013.

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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