

MICRON TECHNOLOGY INC

Form 8-K

November 13, 2017

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

November 10, 2017

Date of Report (date of earliest event reported)

MICRON TECHNOLOGY, INC.

(Exact name of registrant as specified in its charter)

Delaware

1-10658

75-1618004

(State or other jurisdiction of incorporation) (Commission File Number) (I.R.S. Employer Identification No.)

8000 South Federal Way

Boise, Idaho 83716-9632

(Address of principal executive offices)

(208) 368-4000

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. "

Item 5.02. Departure of Directors of Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On October 24, 2017, the Compensation Committee of the Board of Directors of Micron Technology, Inc., a Delaware corporation (“Micron”), approved an amendment to the executive severance agreements in place with several of its executive officers, including Named Executive Officers Scott J. DeBoer, Ernest E. Maddock, Brian M. Shirley and Steven L. Thorsen, Jr., to eliminate upon the executive officer’s voluntary termination or termination for cause any vesting credit during the severance period for time-based and performance-based equity awards granted on or after October 24, 2017. Messrs. DeBoer, Maddock, Shirley and Thorsen signed the amendment on November 10, 2017. A description of the material terms of the executive severance agreements was included in the Company’s Definitive Proxy Statement on Schedule 14A (File No. 001-10658) as filed with the Securities and Exchange Commission on December 8, 2016, and such description is incorporated herein by reference. A copy of the form of amendment is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Form of Amendment to Executive/Severance Agreement

INDEX TO EXHIBITS FILED WITH
THE CURRENT REPORT ON FORM 8-K

Exhibit Description

99.1 Form of Amendment to Executive/Severance Agreement

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MICRON TECHNOLOGY,
INC.

Date: November 13, 2017 By: /s/ Ernest E. Maddock
Name: Ernest E. Maddock
Title: Senior Vice President and
Chief Financial Officer