

MICRON TECHNOLOGY INC
 Form 4
 October 15, 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

3. Date of Earliest Transaction
 (Month/Day/Year)
 10/13/2014

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

(Street)
 BOISE, ID 83716

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 10/13/2014 | | F | 21,345 D | \$ 27.79 (1) 588,271 | D | |
| Common Stock | 10/14/2014 | | M | 20,000 A | \$ 7.46 608,271 | D | |
| Common Stock | 10/14/2014 | | S | 19,900 (2) D | \$ 27.6529 (3) 588,371 | D | |
| Common Stock | 10/14/2014 | | S | 100 (2) D | \$ 28.395 588,271 | D | |
| | | | | | 1,026 | I | |

Common
Stock

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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-qualified Stock Option | \$ 7.46 | 10/14/2014 | | M | 20,000 | ⁽⁴⁾ 10/05/2015 | Common Stock | 20,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|--|
| FOSTER RONALD C 8000 S. FEDERAL WAY MAIL STOP 557 BOISE, ID 83716 | Director 10% Owner Officer CFO & VP OF FINANCE |

Signatures

Robert Case,
Attorney-in-fact 10/15/2014

**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) 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.

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- (2) Sale pursuant to 10b5-1 Trading Plan entered into on November 12, 2013.
- (3) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.29 to \$28.245, inclusive.
- (4) 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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