

Thorsen Steven L. JR
Form 4
October 26, 2017

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Thorsen Steven L. JR

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 1-557

3. Date of Earliest Transaction
(Month/Day/Year)
10/24/2017

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
SVP, Worldwide Sales

(Street)

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

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

BOISE, ID 83716

(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	10/24/2017		A	(A) or (D) Amount (1) 19,490	\$ 0 183,962	D	
Common Stock	10/24/2017		M	7,452 A \$ 0 (2)	191,414	D	
Common Stock	10/24/2017		F	3,678 (3) D \$ 41.56	187,736	D	

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

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information contained in this form are not
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SEC 1474
(9-02)

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)	8. Conversion or Exercise Ratio (Instr. 3 and 4)	
				Code	V	(A)	(D)		
						Date Exercisable	Expiration Date	Title	
Non-qualified Stock Option	\$ 41.56	10/24/2017		A		25,255	10/24/2018 ⁽⁴⁾	10/24/2025	Common Stock
Performance Restricted Stock Unit	\$ 0 ⁽²⁾	10/24/2017		A		11,659	⁽⁵⁾	⁽²⁾	Common Stock
Performance Restricted Stock Units	\$ 0 ⁽²⁾	10/24/2017		M		7,452	⁽⁶⁾	⁽²⁾	Common Stock

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Thorsen Steven L. JR 8000 S. FEDERAL WAY MAIL STOP 1-557 BOISE, ID 83716			SVP, Worldwide Sales	

Robert Case,	
Attorney-in-fact	10/26/2017
**Signature of Reporting Person	Date

* 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 Awards vest in 33 1/3% increments annually on the anniversary of the grant.

(2) Not Applicable - Grant of restricted stock units.

(3) 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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- (4) Non-qualified Stock Options vest in 25% increments annually on the anniversary of the grant.

Each performance-based restricted stock unit represents the right to receive, following vesting, between 0% and 200% of one share of common stock based upon the achievement of pre-established performance metrics related to new technology ramp and Company valuation over a 3-year performance period beginning September 1, 2017 and ending on September 3, 2020, and certification of such performance by the Compensation Committee following the conclusion of the performance period.

- (5)
- (6) Each performance-based restricted stock unit represented the right to receive, following vesting, between 0% and 200% of one share of common stock based upon the achievement of pre-established performance metrics related to ROA over a 3-year performance period beginning August 29, 2014 and ending on August 31, 2017, and certification of such performance by the Compensation Committee following the conclusion of the performance period.

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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