

MICRON TECHNOLOGY INC

Form 4

January 13, 2014

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 *
Shields Brian

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, MS 1-557

3. Date of Earliest Transaction
(Month/Day/Year)
01/10/2014

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

VP of WW Operations

(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 83707

(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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	01/10/2014		M		87,500	A	\$ 15.91
					329,489		D
Common Stock	01/10/2014		M		34,500	A	\$ 5.72
					363,989		D
Common Stock	01/10/2014		M		47,500	A	\$ 5.16
					411,489		D
Common Stock	01/10/2014		M		35,750	A	\$ 7.59
					447,239		D
Common Stock	01/10/2014		M		34,750	A	\$ 7.46
					481,989		D

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Common Stock 01/10/2014 S 240,000 D \$ 23.4402 241,989 D
(1)

Common Stock 6,233 I Held by 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	Amount or Number of Shares
Non-Qualified Stock Option	\$ 15.91	01/10/2014		M		87,500		<u>(2)</u>	03/29/2014	Common Stock	87,500
Non-Qualified Stock Option	\$ 5.72	01/10/2014		M		34,500		<u>(3)</u>	10/16/2018	Common Stock	34,500
Non-Qualified Stock Option	\$ 5.16	01/10/2014		M		47,500		<u>(4)</u>	10/11/2017	Common Stock	47,500
Non-Qualified Stock Option	\$ 7.59	01/10/2014		M		35,750		<u>(5)</u>	10/11/2015	Common Stock	35,750
Non-Qualified Stock Option	\$ 7.46	01/10/2014		M		34,750		<u>(6)</u>	10/05/2015	Common Stock	34,750

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Shields Brian 8000 S FEDERAL WAY MS 1-557 BOISE, ID 83707	VP of WW Operations

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 \$23.39 to 23.485, inclusive.
- (2) Stock options vest in four equal installments on March 29, 2005, 2006, 2007 and 2008.
- (3) Stock options vest in four equal installments on October 16, 2013, 2014, 2015 and 2016.
- (4) Stock options vest in four equal installments on October 11, 2012, 2013, 2014 and 2015.
- (5) Stock options vest in four equal installments on October 11, 2011, 2012, 2013 and 2014.
- (6) Stock options vest 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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