Edgar Filing: FORMFACTOR INC - Form 4

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FORMIFACT Form 4	OK INC										
April 04, 200)8										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								N OMB	APPROVAL 3235-0287		
Check thi if no long	er.		hington,					Number: Expires:	January 31, 2005		
subject to Section 10 Form 4 or Form 5 obligatior	6. r Filed purs	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 19							Estimated burden ho response	average urs per	
may conti See Instru 1(b).	inue. Section 17(a			ility Hold vestment	•	· ·		of 1935 or Sectio 940	on		
(Print or Type R	Responses)										
1. Name and Address of Reporting Person <u>*</u> KHANDROS IGOR Y			2. Issuer Name and Ticker or Trading Symbol FORMFACTOR INC [FORM]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (N		3. Date of Earliest Transaction								
7005 SOUTHFRONT ROAD			(Month/Day/Year) 04/03/2008					_X_ Director10% Owner _X_ Officer (give titleOther (specify below) below) CEO			
				I. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person			
LIVERMOR	RE, CA 94551							Form filed by Person	More than One F	Reporting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Securi	ities Ac	quired, Disposed o	of, or Beneficia	ally Owned	
(Instr. 3) any		Execution Da	n Date, if TransactionAcquired (A Code Disposed of			l (A) c l of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock (1)	04/03/2008			М	8,500	А	\$0	8,500	D		
Common Stock								2,300,999	I	By revocable trust	

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

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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. Transacti Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units <u>(2)</u>	\$ 0	04/03/2008		М	8,500	(3)	(4)	Common Stock	8,500	\$

Reporting Owners

Reporting Owner Name / Address		Relationsh	ips					
1	Director	10% Owner	Officer	Other				
KHANDROS IGOR Y 7005 SOUTHFRONT ROAD LIVERMORE, CA 94551	Х		CEO					
Signatures								
By: Stuart L. Merkadeau, Attorney-in-Fact For: Igor Y. 04/04/2008								
**Signature of Re	porting Perso		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) Represents vested shares of common stock issued pursuant to the second conversion of one-half of the restricted stock units granted on February 15, 2005.
- (2) Each restricted stock unit represents the right to receive one share of common stock.
- (3) Grant of Restricted Stock Units, which is subject to vesting over four years, with 50% vesting and exercisable on April 3, 2006 and 50% vesting and exercisable on April 3, 2008.
- (4) Upon termination of employment before an applicable vesting date, all the units which have not yet vested shall be forfeited, except as otherwise determined by the Compensation Committee of the Company.

Remarks:

THE CONFIRMING STATEMENT GRANTING THE ATTORNEY-IN-FACT THE AUTHORITY TO EXECUTE AND FI

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners