

FORMFACTOR INC
Form 8-K
March 26, 2008

**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**

Date of Report (Date of earliest event reported): **March 21, 2008**

FORMFACTOR, INC.

(Exact name of Registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

000-50307
(Commission
File Number)

13-3711155
(IRS Employer
Identification No.)

7005 Southfront Road, Livermore, CA
(Address of principal executive offices)

94551
(Zip Code)

(925) 290-4000

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

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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.):

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

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

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

 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02. Departure of Certain Officers; Compensatory Arrangements of Certain Officers.

On February 25, 2008, FormFactor, Inc. announced the resignation of Ronald C. Foster, its Chief Financial Officer and a Senior Vice President, to be effective after a transition period. Mr. Foster tendered his resignation effective as of March 21, 2008. In connection with his departure, FormFactor and Mr. Foster entered into a separation agreement and general release under which the company agreed to provide Mr. Foster a severance payment of \$232,500, reimbursement of health benefits continuation coverage under COBRA through December 2008, and accelerated vesting of a portion of his stock options, representing options for an aggregate of 66,027 shares, with all vested shares exercisable until September 20, 2009. Mr. Foster signed a general release and waiver of claims in favor of the company, and continues to be bound by the company's employment, confidential information and invention assignment agreement. In addition, Mr. Foster agreed to be available to assist with facilitating the transition surrounding the company's hiring of a new chief financial officer.

Item 9.01. Exhibits.

| Exhibit Number | Exhibit Title or Description |
|---------------------------|-----------------------------------------------------------------|
| 10.01 | Separation Agreement and General Release with Ronald C. Foster. |

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.

Date: March 26, 2008

FORMFACTOR, INC.

By:

/s/ **STUART L. MERKADEAU**
Stuart L. Merkadeau
Senior Vice President,
General Counsel and Secretary

EXHIBIT INDEX

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