Edgar Filing: FORMFACTOR INC - Form 4

| FORMFACTO | R INC | | | | | | | | | | |
|--|---|--|------------|--|---|---|--|---|--|---|-----------|
| Form 4 | | | | | | | | | | | |
| February 17, 20 | | | | | | | | | | | A 1 |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION | | | | | | | | | OMB APPROVAL | | |
| | | | | shington | | | | | Number: | | -0287 |
| Check this b if no longer | | | | | | | | Expires: | Janua | ry 31, 2005 | |
| subject to Section 16. Form 4 or | | CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | | | Estimated average burden hours per response | | | |
| Form 5 obligations may continue. See Instruction 1(b). 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 Res | ponses) | | | | | | | | | | |
| 1. Name and Add MEYERHOFF | 2. Issuer Name and Ticker or Trading Symbol | | | | 5. Relationship of Reporting Person(s) to Issuer | | | | | | |
| _ | Middle) | FORMFACTOR INC [FORM] | | | | (Check all applicable) | | | | | |
| (Last) FORMFACTO SOUTHFRON | 3. Date of Earliest Transaction (Month/Day/Year) 02/15/2005 | | | | Director 10% Owner X Officer (give title Other (specify below) below) COO & CFO | | | | | | |
| LIVERMORE | 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 | | | | |
| (City) | (State) | (Zip) | Tab | ole I - Non-l | Derivati | ve Securities A | Acquired, Disposed | l of, | or Beneficia | lly Owne | d |
| | Transaction Date lonth/Day/Year) | 2A. Deema Execution any (Month/Da | Date, if | 3. Transactio Code (Instr. 8) Code V | Dispose (Instr. 3 | (A) or ed of (D) 3, 4 and 5) (A) or | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | Fo (D (I) | Ownership orm: Direct o) or Indirect hstr. 4) | 7. Natur Indirect Benefici Ownersh (Instr. 4) | al 1ip |
| Reminder: Report | on a separate line | for each cl | ass of sec | urities bene | ficially o | wned directly | or indirectly. | | | | |
| | | | | | Pers info requ disp | sons who re rmation con uired to resp | spond to the coll tained in this for ond unless the fe ntly valid OMB c | m a orm | re not | SEC 1474 (9-02) | |

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number of | 6. Date Exercisable and | 7. Title and Amount of |
|-------------|-------------|---------------------|--------------------|-----------|--------------|-------------------------|------------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orDerivative | Expiration Date | Underlying Securities |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) |

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| (Instr. 3) Price of Derivative Security | | | (Month/Day/Yea | r) (Instr. 8) | Acquired (or Dispose (D) (Instr. 3, 4, and 5) | d of | | | | |
|--|-----------------|------------|----------------|---------------|--|------|---------------------|--------------------|-----------------|-------------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (right to buy) | \$ 23.56 | 02/15/2005 | | А | 40,000 | | <u>(1)</u> | 02/15/2015 | Common Stock | 40,000 |
| Report | ing Own | ers | | | | | | | | |
| Reporting () | wner Name / Ado | iress | Relation | nships | | | | | | |
| Reporting Owner Rune / Runes | | Director | 10% Owner O | Officer | Other | | | | | |
| | | 0 | | | | | | | | |
| Signat | ures | | | | | | | | | |
| /s/ Stuart N in Fact | Aerkadeau, as A | Attorney | 02/17/20 | 05 | | | | | | |

Explanation of Responses:

**Signature of Reporting Person

* 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).

Date

(1) The option vests and becomes exercisable in 12 equal monthly installments beginning on 8/7/07.

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.