

FORMFACTOR INC

Reported by
LUDWIG MICHAEL M

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 08/22/17 for the Period Ending 08/19/17

Address	7005 SOUTHFRONT ROAD LIVERMORE, CA 94551
Telephone	9252433522
CIK	0001039399
Symbol	FORM
SIC Code	3674 - Semiconductors and Related Devices
Industry	Semiconductor Equipment & Testing
Sector	Technology
Fiscal Year	12/26

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

[] 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 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
LUDWIG MICHAEL M			FORMFACTOR INC [FORM]			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) SR VP, CFO		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
7005 SOUTHFRONT ROAD			8/19/2017					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
LIVERMORE, CA 94551						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	8/19/2017		M		9333	A	\$0	262847	D	
Common Stock	8/19/2017		F		4870	D	\$14.05	257977	D	
Common Stock	8/21/2017		M		10000	A	\$10.30	267977	D	
Common Stock	8/21/2017		S		10000	D	\$13.961 (1)	257977	D	
Common Stock	8/22/2017		M		20000	A	\$10.30	277977	D	
Common Stock	8/22/2017		S		20000	D	\$14.335 (2)	257977	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	\$0.0	8/19/2017		M		9333		(3)	(4)	Common Stock	9333.0	\$0	18667	D	
Non-Qualified Stock Option (right to buy)	\$10.3	8/21/2017		M		10000		(5)	11/10/2017	Common Stock	10000.0	\$10.30	30000	D	
Non-Qualified Stock Option (right to buy)	\$10.3	8/22/2017		M		20000		(5)	11/10/2017	Common Stock	20000.0	\$10.30	10000	D	

Explanation of Responses:

- Price represents the weighted average sale price for the transaction reported. Price range of shares sold is \$13.955 through \$14.00. Reporting person undertakes to provide upon request by the SEC staff or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- Price represents the weighted average sale price for the transaction reported. Price range of shares sold is \$14.31 through \$14.355. Reporting person undertakes to provide upon request by the SEC staff or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- The Restricted Stock Units vest in three annual installments on each August 19 of 2017, 2018, and 2019 and will be settled into shares of common stocks on or following the vesting dates.
- The restricted stock units released were settled in shares of common stock and were immediately cancelled upon settlement.
- The Stock Option was granted pursuant to the Issuer's 2002 Equity Incentive Plan and vest over 3 years, with 33.33% vesting on Nov 10, 2011 and the remainder vesting in equal monthly installments over the following two years.

Reporting Owners

