

# FORMFACTOR INC

Reported by  
**LUDWIG MICHAEL M**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 02/22/18 for the Period Ending 02/20/18

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

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[ ] 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)		
<b>LUDWIG MICHAEL M</b>			<b>FORMFACTOR INC [ FORM ]</b>			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>SR VP, CFO</b>		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
<b>7005 SOUTHFRONT ROAD</b>			<b>2/20/2018</b>					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>LIVERMORE, CA 94551</b>						<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)			
Common Stock	2/20/2018		M		2500	A	\$10.37	242887	D
Common Stock	2/20/2018		S		2500	D	\$13.375 (1)	240387	D
Common Stock	2/21/2018		M		25000	A	\$10.37	265387	D
Common Stock	2/21/2018		S		25000	D	\$13.0537 (2)	240387	D
Common Stock	2/22/2018		M		17500	A	\$10.37	257887	D
Common Stock	2/22/2018		S		17500	D	\$13 (3)	240387	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				
Non-Qualified Stock Option (right to buy)	\$10.37	2/20/2018		M		2500	(4)	4/29/2018	Common Stock	2500.0	\$10.37	42500	D		
Non-Qualified Stock Option (right to buy)	\$10.37	2/21/2018		M		25000	(4)	4/29/2018	Common Stock	25000.0	\$10.37	17500	D		
Non-Qualified Stock Option (right to buy)	\$10.37	2/22/2018		M		17500	(4)	4/29/2018	Common Stock	17500.0	\$10.37	0	D		

### Explanation of Responses:

- Price represents the sale price for the transaction reported. Price of the shares sold is \$13.375. 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 \$12.95 through \$13.2. 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 sale price for the transaction reported. Price of shares sold is \$13.00. 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.
- The Stock Option was granted pursuant to the Issuer's 2002 Equity Incentive Plan and vest over 4 years, with 25% vesting on April 29, 2012 and the remainder vesting in equal annual installments over the following three years.

### Remarks:

Represents the exercise and sale of non-qualified stock options due to expire on April 29, 2018.

### Reporting Owners

