

MICRON TECHNOLOGY INC

Form 4

January 15, 2014

FORM 4

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

OMB APPROVAL

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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, 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 Responses)

1. Name and Address of Reporting Person *
Shields Brian

2. Issuer Name and Ticker or Trading Symbol
MICRON TECHNOLOGY INC
[MU]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

8000 S FEDERAL WAY, MS 1-557

01/14/2014

VP of WW Operations

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

BOISE, ID 83707

Form filed by One Reporting Person
 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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	01/14/2014		M		8,000	A	\$ 2.07	14,233	I	Held by spouse.
Common Stock	01/14/2014		M		750	A	\$ 5.75	14,983	I	Held by spouse.
Common Stock	01/14/2014		M		7,500	A	\$ 10.13	22,483	I	Held by spouse.
Common Stock	01/14/2014		M		1,250	A	\$ 6.66	23,733	I	Held by spouse.
Common Stock	01/14/2014		S		17,500	D	\$ 22.9	6,233	I	Held by spouse.

Common Stock 241,989 D

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
					Acquired (A)	Disposed of (D)	Date Exercisable	Expiration Date		
Non-Qualified Stock Option	\$ 2.07	01/14/2014		M	8,000		<u>(1)</u>	12/11/2014	Common Stock	8,000
Non-Qualified Stock Option	\$ 5.75	01/14/2014		M	750		<u>(2)</u>	07/20/2015	Common Stock	750
Non-Qualified Stock Option	\$ 10.13	01/14/2014		M	7,500		<u>(3)</u>	01/18/2016	Common Stock	7,500
Non-Qualified Stock Option	\$ 6.66	01/14/2014		M	1,250		<u>(4)</u>	12/14/2018	Common Stock	1,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shields Brian 8000 S FEDERAL WAY MS 1-557 BOISE, ID 83707			VP of WW Operations	

Signatures

Robert Case,
Attorney-in-fact 01/15/2014

**Signature of Reporting Person 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) Stock options vest in four equal installments on December 11, 2009, 2010, 2011 and 2012.

(2) Stock options vest in four equal installments on July 20, 2010, 2011, 2012 and 2013.

(3) Stock options vest in four equal installments on January 18, 2011, 2012, 2013 and 2014.

(4) Stock options vest in four equal installments on December 14, 2013, 2014, 2015 and 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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