MICRON TECHNOLOGY INC

Form 4

December 12, 2008

UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Shields Brian Issuer Symbol MICRON TECHNOLOGY INC (Check all applicable) [MU] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) 8000 S FEDERAL WAY, MS 1-557 12/11/2008 VP World Wide Wafer Fab (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **BOISE, ID 83707** Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common 366,741 D Stock Common Held by 148 I Stock Spouse Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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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	2.	3. Transaction Date		4.	5. Number of	6. Date Exercisable and		7. Title and Ar Underlying Se
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative Expirat		Expiration Date	xpiration Date	
Security	or Exercise		any	Code	Securities	(Month/Day/Year)		(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)			
	Derivative				or Disposed of			
	Security				(D)			
	•				(Instr. 3, 4,			
					and 5)			
						Date Exercisable	Expiration	Title
							Date	1
				Code V	(A) (D)			•
Non-Qualified	\$ 2.07	12/11/2008		J	16,000	12/11/2009(1)	12/11/2014	Common
Stock Option	Ψ 2.07	12,11/2000		•	10,000	12,11,2007_	12,11,2011	Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Shields Brian 8000 S FEDERAL WAY MS 1-557

VP World Wide Wafer Fab

BOISE, ID 83707 **Signatures**

Katie Reid,

Attorney-in-fact 12/11/2008

**Signature of Reporting Date

Person

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 25% increments annually on anniversary date of grant.

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.

Reporting Owners 2