

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

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): October 23, 2013

**FORMFACTOR, INC.**

(Exact Name of Registrant as Specified in Charter)

**Delaware**

(State or Other Jurisdiction of Incorporation)

**000-50307**

(Commission File Number)

**13-3711155**

(IRS Employer Identification No.)

**7005 Southfront Road  
Livermore, CA**

(Address of Principal Executive Offices)

**94551**

(Zip Code)

Registrant's telephone number, including area code: **(925) 290-4000**

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

Appointment of President and Director

On October 24, 2013, FormFactor, Inc. (“FormFactor” or the “Company”) announced the appointment of Mike Slessor as president and member of the Board of Directors (the “Board”) of the Company, effective immediately.

Mr. Slessor, age 44, has been our Senior Vice President and General Manager of the MicroProbe Product Group since the Company’s acquisition in October 2012 of Astria Semiconductor Holdings, Inc., including its subsidiary MicroProbe, Inc., where he served as President and Chief Executive Officer since July 2008.

As president, Mr. Slessor will be paid an annual base salary of \$350,000 and be eligible to receive a cash performance bonus at a target rate of 60% of base salary. Mr. Slessor has entered into the Company’s standard form of Change of Control Severance Agreement as previously filed by the Company.

Mr. Slessor, who will join the Board as a Class II director, will not receive any compensation in connection with his service as a member of the Board.

Appointment of Executive Chairman

On October 24, 2013, FormFactor announced the appointment of Tom St. Dennis, CEO and a member of the Board, as the Executive Chairman of the Board, effective immediately.

Decision of Director Not to Run for Re-Election at 2014 Annual Meeting of Stockholders

On October 23, 2013, G. Carl Everett, Jr. stepped down as Chairman of the Board and informed the Board that he does not intend to run for re-election as a Class II director at the Company’s 2014 Annual Meeting of Stockholders.

Appointment of Lead Director

On October 24, 2013, FormFactor announced the appointment of G. Carl Everett, Jr. as Lead Independent Director, effective immediately.

FormFactor issued a press release announcing the events described above on October 24, 2013, a copy of which is filed as exhibit 99.01 to this report and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
99.01	Press release dated October 24, 2013.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FORMFACTOR, INC.

Date: October 24, 2013

By: /s/ Stuart L. Merkadeau  
Name: Stuart L. Merkadeau  
Title: Senior Vice President,  
General Counsel and Secretary

EXHIBIT INDEX

**Exhibit  
Number**

**Description**

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99.01

Press release dated October 24, 2013.

# FORMFACTOR INC.

## News Release

### Investor Contact:

Stan Finkelstein  
Investor Relations  
(925) 290-4321  
ir@formfactor.com

### **Mike Slessor Promoted to President of FormFactor, Inc. and Joins Board of Directors**

*CEO Tom St. Dennis named Executive Chairman; Carl Everett named Lead Independent Director*

**LIVERMORE, Calif. — October 24, 2013** — FormFactor, Inc. (Nasdaq: FORM) today announced the appointment of Mike Slessor as president and as a member of the company's Board of Directors, and CEO Tom St. Dennis as Executive Chairman of the Board. St. Dennis' new role follows the decision of Carl Everett, current Chairman of the Board, to not run for re-election to the FormFactor Board at the 2014 Annual Meeting of Stockholders. Everett will assume the role of Lead Independent Director. All appointments are effective October 24, 2013.

In his new role as president, Slessor will lead all of the Company's product marketing, engineering, manufacturing and supply chain activities. Since October 2012 Slessor has served as senior vice president and general manager of the company's MicroProbe Product Group, which was created after the company's acquisition of Astria Semiconductor Holdings, including its subsidiary MicroProbe, Inc. Prior to being at FormFactor, Slessor served as a director and the president and CEO of MicroProbe from July 2008 through the October 2012 closing of FormFactor's acquisition of MicroProbe. Prior to joining MicroProbe, Slessor held various management, product-marketing, and applications-engineering positions in the semiconductor industry, and brings to the FormFactor Board of Directors extensive international industry and probe card specific experience.

"The FormFactor Board is confident that Mike and Tom are the right team to lead the company toward long-term profitable growth," said Carl Everett, FormFactor's Chairman. "Tom has made significant progress stabilizing the company's performance and implementing the company's turn-around, as most recently evidenced by two consecutive quarters of positive cash flow. Mike's performance in leading the MicroProbe Product Group makes the Board confident he is the right person to lead the company's product groups and drive further integration synergies."

"After navigating through some difficult challenges over the past several years, FormFactor continues to be a critical supplier to the semiconductor industry as the leader in advanced probe cards," commented Slessor. "I am excited about bringing our Product Groups together to further improve our competitiveness and profitability, and joining the Board's strategic oversight of the company's future."

About FormFactor:

FormFactor, Inc. (NASDAQ: FORM) is a leader in advanced wafer test solutions. The company's advanced wafer probe cards enable semiconductor manufacturers to lower their overall production costs, improve yields, and bring next-generation devices to market. FormFactor's acquisition of MicroProbe creates the leading wafer test solution provider for both memory and non-memory semiconductor manufacturers. FormFactor is headquartered in Livermore, California with operations in Europe, Asia and North America. For more information, visit the company's website at [www.formfactor.com](http://www.formfactor.com).

FormFactor, MicroProbe, and the FormFactor and MicroProbe logos are registered or unregistered trademarks of FormFactor, Inc. All other product, trademark, company or service names mentioned herein are the property of their respective owners.

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Forward-looking Statements:

Statements in this press release that are not strictly historical in nature are forward-looking statements within the meaning of the federal securities laws, including statements regarding anticipated results, market conditions or trends, expectations and operating plans. These forward-looking statements are based on current information and expectations that are inherently subject to change and involve a number of risks and uncertainties. Actual events or results might differ materially from those in any forward-looking statement due to various factors, including, but not limited to the company's ability to grow and to successfully transition to profitability. Additional information concerning factors that could cause actual events or results to differ materially from those in any forward-looking statement is contained in the company's Form 10-K for the fiscal year ended December 29, 2012, as filed with the SEC, and subsequent SEC filings, including the company's Quarterly Reports on Forms 10-Q. Copies of the company's SEC filings are available at <http://investors.formfactor.com/edgar.cfm>. The company assumes no obligation to update the information in this press release, to revise any forward-looking statements or to update the reasons actual results could differ materially from those anticipated in forward-looking statements.

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