

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

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): January 24, 2014

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)

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))

Item 2.05. Costs Associated with Exit or Disposal Activities

On January 27, 2014, FormFactor, Inc. announced a global organizational restructuring and cost reduction plan. As part of the plan, the company will eliminate approximately 61 positions, or 6% of its workforce, and expects to realize about US\$1M in savings in fiscal Q1 2014 (not including restructuring charges), and about US\$2M in savings per quarter beginning in fiscal Q2 of 2014. The restructuring and cost reduction plan is the next step being undertaken by the Company to realize further synergies from the acquisition of Astria Semiconductor Holdings, Inc., including its wholly-owned subsidiary MicroProbe, Inc. The actions are intended to improve the Company's efficiency and effectiveness while positioning the Company for profitability in fiscal 2014. FormFactor expects to incur approximately \$1.2M in charges related to employee termination, the majority of which the company will record in Q1 of fiscal 2014, when the activities comprising the plan are expected to be substantially completed.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
99.01	Press release dated January 27, 2014

The information in this report and the accompanying exhibit shall not be incorporated by reference into any filing of FormFactor with the Securities and Exchange Commission, whether made before or after the date hereof, regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference in such filing. The information in this report, including the accompanying exhibit, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section or Sections 11 and 12(a) (2) of the Securities Act of 1933, as amended.

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: January 27, 2014

By: /s/ Stuart L. Merkadeau

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

FORMFACTOR INC.

News Release

Investor Contact:

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FormFactor, Inc. Announces Restructuring and Cost Reductions

Company realizes further synergies from acquisition and positions for profitable 2014

LIVERMORE, Calif. — January 27, 2014 — FormFactor, Inc. (Nasdaq: FORM) announced today an organizational restructuring and cost reductions to improve company profitability. These actions will eliminate approximately 61 positions worldwide with expected savings of about \$1 million in the first quarter of 2014, excluding the restructuring costs of approximately \$1.2 million, and about \$2 million of savings per quarter beginning in the second quarter of 2014.

"It has been one year since the acquisition of MicroProbe and these actions are the logical next steps to realize further synergies in our company," said Tom St. Dennis, FormFactor CEO and Executive Chairman. "The restructuring and cost reductions improve our efficiency and effectiveness while positioning FormFactor for a profitable year in 2014".

The company will discuss these actions and its Q4 2013 results on its regularly scheduled earnings call scheduled for Wednesday, February 5, 2014.

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.

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.

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: changes in the market and macro-economic environments, the company's ability to create greater efficiencies within the company and to realize more accretive synergies from the FormFactor/MicroProbe merger, and the company's execution on key market opportunities and programs. 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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