

**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): **October 28, 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 5.02 Departure of Directors or Certain Officers; Appointment of Certain Officers.

(b) (c)

On October 28, 2014, the Board of Directors of FormFactor, Inc. (the "Company") appointed Michael D. Slessor as Chief Executive Officer of the Company, effective December 28, 2014, succeeding Thomas St. Dennis who will retire as the Company's Chief Executive Officer on that date, but will continue serving as Executive Chairman of the Board of Directors. Mr. St. Dennis has served as the Company's CEO since September 2010, and its Executive Chairman since October 2013. Mr. St. Dennis' cash and equity compensation will remain unchanged through the Company's fiscal 2014. His compensation for fiscal 2015 has not yet been determined.

Dr. Slessor, age 45, has served as President of the Company, and a member of its Board of Directors, since October 2013. Previously, Dr. Slessor served at the Company as Sr. VP & General Manager, MicroProbe Product Group from October 2012 to October 2013. Also, before joining the Company, Dr. Slessor was the President and Chief Executive Officer of MicroProbe from July 2008 through the October 2012 closing of FormFactor's acquisition of MicroProbe. Prior to joining MicroProbe, Dr. Slessor held various management, product-marketing, and applications-engineering positions in the semiconductor industry, most notably with KLA-Tencor, where he led marketing and applications for the company's fastest growing division. Since Dr. Slessor will be serving as the Company's CEO, the Company does not expect that he will be appointed as a member of any of the standing committees of the Board of Directors. As an employee of the Company, he will not receive any additional compensation for his service on the Board of Directors. Dr. Slessor's cash and equity compensation is expected to remain unchanged through the Company's fiscal 2014. His compensation for fiscal 2015 has not yet been determined.

The press release issued on October 29, 2014 is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The following exhibits are filed herewith:

Exhibit Number	Description
99.1	Press release issued by FormFactor, Inc. on October 29, 2014

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 29, 2014

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

**News Release****Investor Contact:**

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FormFactor, Inc. Announces CEO Succession - Mike Slessor to Become CEO Starting Fiscal 2015
Current CEO St. Dennis to Continue to Serve as Executive Chairman

LIVERMORE, Calif. — October 29, 2014 —FormFactor, Inc. (Nasdaq: FORM) today announced that its Board of Directors has unanimously approved a CEO succession plan. Michael Slessor, President of the Company, will succeed Thomas (Tom) St. Dennis as CEO on December 28, 2014, the start of the Company's fiscal 2015. Mr. St. Dennis will continue to serve as Executive Chairman of the Board of Directors, helping guide inorganic growth and FormFactor's long-term opportunities.

Dr. Slessor has served as President of the Company, and a member of its Board of Directors, since October 2013. Previously, Dr. Slessor served at the Company as Sr. VP & General Manager, MicroProbe Product Group from October 2012 to October, 2013. Before joining the Company, Dr. Slessor was the President and Chief Executive Officer of MicroProbe from July 2008 through the October 2012 closing of FormFactor's acquisition of MicroProbe. Prior to joining MicroProbe, Dr. Slessor held various management, product-marketing, and applications-engineering positions in the semiconductor industry, most notably with KLA-Tencor, where he led marketing and applications for the company's fastest growing division. Dr. Slessor received a Ph.D. in Aeronautics and Physics from California Institute of Technology, and a B.A.Sc. in Engineering Physics (First Class Honors) from the University of British Columbia.

"I am honored to have been chosen by the Board to lead the next phase of FormFactor's growth," said Dr. Slessor. "Under Tom's leadership, we have turned the company around by driving operational efficiencies, successfully integrating the FormFactor/MicroProbe companies, and becoming a better supplier to our customers. I look forward to working with our executive team and our employees as we drive to deliver innovation, future growth and value to our shareholders."

"This announced transition is the culmination of our succession planning, and comes at a time of operational strength as FormFactor has delivered its first two consecutive quarters of non-GAAP profitability since 2007," said Richard DeLateur, Lead Independent Director of FormFactor. "During his tenure as CEO, Tom has provided exceptional leadership in designing and executing a turn-around plan, integrating a major strategic acquisition, and building a strong foundation for future growth and success for the company, its employees and its shareholders. Mike and Tom have worked closely together over the past two years and Tom's continuing executive role will help facilitate a smooth CEO transition for our employees, customers and suppliers."

"I am very proud of what our teams have accomplished over the past several years," said Mr. St. Dennis. "Mike is an excellent choice to lead the company. He has the experience, market knowledge, leadership style and motivational skills that will make him an outstanding CEO. I look forward to working with Mike as FormFactor moves into the next chapter of innovation and growth."

Mr. DeLateur remains the company's Lead Independent Director.

About FormFactor:

FormFactor, Inc. (NASDAQ: FORM) helps semiconductor manufacturers test the integrated circuits (ICs) that power consumer mobile devices, as well as computing, automotive and other applications. The company is one of the world's leading providers of essential wafer test technologies and expertise, with an extensive portfolio of high-performance probe cards for DRAM, Flash and SoC devices. Customers use FormFactor's products and services to lower overall production costs, improve their yields and enable complex next-generation ICs. Headquartered in Livermore, California, the company services its customers from a network of facilities 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.

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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: unexpected changes in demand for the company's products; risks of the company's ability to realize sustainable profitability, to achieve its growth objectives, to effectuate a smooth CEO transition; and changes in the market and macro-economic environments. 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 28, 2013, 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/sec.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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