

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <b>SLESSOR MIKE</b>			2. Issuer Name and Ticker or Trading Symbol <b>FORMFACTOR INC [ FORM ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>CEO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>08/01/2024</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
<b>7005 SOUTHFRONT ROAD</b>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	<b>LIVERMORE CA</b>	<b>94551</b>	Rule 10b5-1(c) Transaction Indication <input checked="" type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See instruction 10.					
(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	08/01/2024		S		1,038 <sup>(1)</sup>	D	\$48.5979 <sup>(2)</sup>	526,149	D	
Common Stock	08/01/2024		S		1,389 <sup>(1)</sup>	D	\$50.2836 <sup>(3)</sup>	524,760	D	
Common Stock	08/01/2024		S		471 <sup>(1)</sup>	D	\$51.2886 <sup>(4)</sup>	524,289	D	
Common Stock	08/01/2024		S		8 <sup>(1)</sup>	D	\$52.62	524,281	D	
Common Stock	08/01/2024		S		1,094 <sup>(1)</sup>	D	\$53.8037 <sup>(5)</sup>	523,187	D	
Common Stock	08/01/2024		M		14,427 <sup>(6)</sup>	A	\$0	537,614	D	
Common Stock	08/01/2024		F		8,000 <sup>(7)</sup>	D	\$47.25	529,614	D	
Common Stock	08/02/2024		M		13,536 <sup>(8)</sup>	A	\$0	543,150	D	
Common Stock	08/02/2024		F		7,506 <sup>(7)</sup>	D	\$40.9	535,644	D	

**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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	\$0	08/01/2024		M			14,427	(6)	(9)	Common Stock	14,427	\$0	14,426	D	
Restricted Stock Units	\$0	08/02/2024		M			13,536	(8)	(9)	Common Stock	13,536	\$0	0	D	

**Explanation of Responses:**

- The reported sale of shares occurred automatically pursuant to a Rule 10b5-1 trading plan adopted on November 20, 2023.
- Price represents the weighted average sale price for the transaction reported. Price range of shares sold is \$48.23 through \$48.95. Reporting person undertakes to provide upon request by the SEC staff or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- Price represents the weighted average sale price for the transaction reported. Price range of shares sold is \$50.11 through \$50.74. Reporting person undertakes to provide upon request by the SEC staff or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- Price represents the weighted average sale price for the transaction reported. Price range of shares sold is \$51.13 through \$51.61. Reporting person undertakes to provide upon request by the SEC staff or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- Price represents the weighted average sale price for the transaction reported. Price range of shares sold is \$53.625 through \$54.46. Reporting person undertakes to provide upon request by the SEC staff or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- The Restricted Stock Units vest in three annual installments on each August 1 of 2023, 2024 and 2025 and will be settled into shares of common stocks on or following the vesting dates.
- Represents the number of shares withheld upon vesting of restricted stock units to cover tax withholding obligations.
- The Restricted Stock Units vest in three annual installments on each August 2 of 2022, 2023 and 2024 and will be settled into shares of common stocks on or following the vesting dates.
- If the reporting person's employment is terminated for any reason before an applicable Vesting Date, all restricted stock units that have not yet vested shall be forfeited without consideration, except as provided in the change of control severance agreement and any other agreements regarding equity vesting and exercisability between the reporting person and Issuer, which agreements or form agreements are filed with the SEC.

**Remarks:**

/s/ Stan Finkelstein, Attorney: 08/05/2024

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**