



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 20, 2003**

**FORMFACTOR, INC.**

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(Exact name of Registrant as specified in its charter)

Delaware

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(State or other jurisdiction of incorporation)

000-50307

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(Commission  
File Number)

13-3711155

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(IRS Employer  
Identification No.)

2140 Research Drive, Livermore, CA

94550

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(Address of principal executive offices)

(Zip Code)

(925) 294-4300

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(Registrant's telephone number, including area code)

NOT APPLICABLE

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(Former name or former address, if changed since last report)

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### **Item 5: Other Events.**

On October 20, 2003, FormFactor, Inc., a Delaware corporation, issued a press release announcing the filing of a Form S-1 registration statement with the Securities and Exchange Commission for a proposed public offering of secondary and primary shares of its common stock. A copy of the press release is furnished as Exhibit 99.01 to this report.

### **Item 7: Financial Statements and Exhibits.**

(c) Exhibits.

Exhibit Number	Exhibit Title or Description
99.01	Press Release dated October 20, 2003.

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**SIGNATURE**

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 20, 2003

By: /s/ Jens Meyerhoff

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Jens Meyerhoff, Chief Financial Officer  
and Senior Vice President of Operations

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**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Exhibit Title or Description</b>
99.01	Press Release dated October 20, 2003.



**News Release**

**Contacts:**

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Chief Financial Officer and  
Senior Vice President of Operations  
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FOR IMMEDIATE RELEASE

**FormFactor, Inc. Files Registration Statement for Public Offering of Secondary and Primary Shares**

**LIVERMORE, CA — October 20, 2003** — FormFactor, Inc. (Nasdaq: FORM) announced today that it has filed a Form S-1 registration statement with the U.S. Securities and Exchange Commission (SEC) for a proposed follow-on public offering of common stock. The filing provides for an offering of 5 million shares, consisting of approximately 3.5 million secondary shares offered by existing stockholders and employees, with the remainder of the offering, plus an over-allotment option of 750,000 shares consisting of primary shares offered by the company.

Morgan Stanley will serve as sole bookrunner for the offering, with Goldman, Sachs & Co. serving as co-managing underwriter.

A registration statement relating to these securities has been filed with the SEC but has not yet become effective. These securities may not be sold nor may offers to buy be accepted prior to the time the registration statement becomes effective. This news release shall not constitute an offer to sell or the solicitation of any offer to buy nor shall there be any sale of these securities in any state in which such an offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such state.

When available, a copy of the prospectus may be obtained from Morgan Stanley's prospectus department at 1585 Broadway, New York, NY 10036-8200, (212) 761-6775.

**About FormFactor:**

FormFactor, Inc. (Nasdaq: FORM) is an industry leader in the design, development, manufacture, sale and support of precision, high-performance advanced semiconductor wafer probe cards. The company's products are based on its proprietary MicroSpring interconnect technology and proprietary design processes, which enable FormFactor to produce wafer probe cards for test applications that require reliability, speed, precision and signal integrity. FormFactor is headquartered in Livermore, California. For more information, visit the company's Web site at [www.formfactor.com](http://www.formfactor.com).

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