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

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934
(Amendment No.)**

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

FormFactor, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required.
 - Fee paid previously with preliminary materials.
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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Your **Vote** Counts!

FORMFACTOR, INC.

2022 Annual Meeting
Vote by May 26, 2022
11:59 PM ET

FORMFACTOR, INC.
7005 SOUTHFRONT ROAD
LIVERMORE, CALIFORNIA 94551



D76324-P67940

You invested in FORMFACTOR, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on May 27, 2022.**

Get informed before you vote

View the Form 10-K and Notice & Proxy Statement online OR you can receive a free paper or e-mail copy of the proxy material(s) by requesting prior to May 13, 2022. If you would like to view the materials online, have the control number that is printed in the box below and visit: www.ProxyVote.com. If you would like to request a paper or e-mail copy of the proxy material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an e-mail to sendmaterial@proxyvote.com. If sending an e-mail, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or e-mail copy.



For complete information and to vote, visit www.ProxyVote.com*

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote Virtually at the Meeting

May 27, 2022
3:00 PM PDT

Virtually at:
www.virtualshareholdermeeting.com/FORM2022

The company will be hosting the meeting live via the Internet this year. To attend the meeting go to www.virtualshareholdermeeting.com/FORM2022. Have the control number that is printed above available and follow the instructions.

*You can also vote by mail by requesting a paper copy of the materials, which will include a proxy card.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters. More complete proxy materials are available to you on the Internet. You may view the proxy materials online at www.ProxyVote.com or easily request a paper copy. We encourage you to access and review all of the important information contained in the proxy materials before voting.

Voting Items	Board Recommends
Company Proposals	
1. Election of Directors*	
Nominees:	
1a. Lothar Maier	✔ For
1b. Sheri Rhodes	✔ For
1c. Jorge Titinger	✔ For
2. Amendment to FormFactor's Certificate of Incorporation to provide for the annual election of directors and eliminate the classified Board structure.	✔ For
3. Advisory approval of FormFactor's executive compensation.	✔ For
4. Advisory vote on the frequency of stockholder advisory votes on FormFactor's executive compensation.	1 Year
5. Amendment and restatement of the Company's 2012 Equity Incentive Plan to increase the number of shares reserved for issuance under the 2012 Equity Incentive Plan by 4,000,000 shares and to extend the term of the 2012 Equity Incentive Plan to 2032.	✔ For
6. Ratification of the selection of KPMG LLP as FormFactor's independent registered public accounting firm for fiscal year 2022.	✔ For

NOTE: Such other business as may properly come before the meeting or any adjournment thereof.

*If stockholders approve proposal 2, each director, if elected, will hold office for a one-year term expiring at the 2023 annual meeting. If proposal 2 is not approved, Lothar Maier and Sheri Rhodes will serve a three-year term expiring at the 2025 annual meeting, and Jorge Titinger will serve a two-year term expiring at the 2024 annual meeting, each if elected.

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Sign up for E-delivery".