

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>HATSUKANO YOSHIKAZU</u> (Last) (First) (Middle) 7005 SOUTHFRONT ROAD (Street) LIVERMORE CA 94551 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>FORMFACTOR INC [FORM]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Sr. VP & President, Asia</u>
	3. Date of Earliest Transaction (Month/Day/Year) 08/11/2005	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	08/11/2005		M		2,500	A	\$3.25	121,236	D	
Common Stock ⁽¹⁾	08/11/2005		S		2,500	D	\$25.91	118,736	D	
Common Stock	08/11/2005		M		3,000	A	\$3.25	121,736	D	
Common Stock ⁽¹⁾	08/11/2005		S		3,000	D	\$26	118,736	D	
Common Stock	08/11/2005		M		1,154	A	\$3.25	119,890	D	
Common Stock ⁽¹⁾	08/11/2005		S		1,154	D	\$27	118,736	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
Non-Qualified Stock Option (right to buy)	\$3.25	08/11/2005		M		2,500		06/10/1999 ⁽²⁾	06/10/2009	Common Stock	2,500	\$0	17,500	D	
Non-Qualified Stock Option (right to buy)	\$3.25	08/11/2005		M		3,000		06/10/1999 ⁽²⁾	06/10/2009	Common Stock	3,000	\$0	14,500	D	
Non-Qualified Stock Option (right to buy)	\$3.25	08/11/2005		M		1,154		06/10/1999 ⁽²⁾	06/10/2009	Common Stock	1,154	\$0	13,346	D	

Explanation of Responses:

- Pursuant to Rule 10b5-1 Plan.
- The option, which is immediately exercisable, was fully vested on April 15, 2003.

Remarks:

On July 29, 2005, Mr. Hatsukano acquired 1 share from FormFactor through the 2002 Employee Stock Purchase Plan. The amount of shares beneficially owned by Mr. Hatsukano in Column 5 includes the acquisition of such share. THE CONFIRMING STATEMENT GRANTING THE ATTORNEY-IN-FACT THE AUTHORITY TO EXECUTE AND FILE THIS FORM 4 HAS BEEN PREVIOUSLY FILED WITH THE U.S. SECURITIES AND EXCHANGE COMMISSION.

By: Stuart L. Merkadeau,
 Attorney-in-Fact For:
Yoshikazu Hatsukano

08/15/2005

** Signature of Reporting Person Date

* 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.

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