FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| l | OMB APPRO | VAL |
|---|------------------------|-----------|
| | OMB Number: | 3235-0287 |
| l | Estimated average burd | en |
| l | hours per response: | 0.5 |

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* | | | | | | 2. Issuer Name and Ticker or Trading Symbol FORMFACTOR INC FORM | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | | | |
|---|---------------------------|--------------------------|-------------|--------|-----------------------------------|---|--|------|--|------|------------------|--------------------------------------|--------------------|---|------------------------------|---|-----------|---|---------------------------|--|--|--|
| MAIER LOTHAR | | | | | | 2 STATESTOTE [1 STATE] | | | | | | | | | Directo | or | | 10% O | vner | | | |
| (Last) (First) (Middle) | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/20/2016 | | | | | | | | | Officer below) | (give title | | Other (s | specify | | | |
| 7005 SOUTHFRONT ROAD | | | | | | | | | | | | | | | | | | | | | | |
| | | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | |
| (Street) | | | | | | , = | | | | | | | | Line) | | | | | | | | |
| LIVERMORE CA 94551 | | | | | | | | | | | | X Form filed by One Reporting Person | | | | | n | | | | | |
| | | | | | | | | | | | | | | Form filed by More than One Reporting Person | | | | | | | | |
| (City) | (5 | tate) | (Zip) | | | | | | | | | | | | | | | | | | | |
| | | Tah | le I - Non | -Deriv | ative | Se | curitie | s Ac | quired, E |)isr | osed o | of, or Be | nefici | allv | Owner | 1 | | | $\overline{}$ | | | |
| | | | 101 11011 | | | _ | | | - | 7156 | | | | _ | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Da | | | | | | ction 2A. Deemed Execution Date ay/Year) if any | | | 3. Transaction Code (Instr. 5) 4. Securities Acquired Disposed Of (D) (Instr. 5) | | | | | | es Forn | | n: Direct | 7. Nature of Indirect Beneficial | | | | |
| | | | | | • | ([(| (Month/Day/Yea | | ear) 8) ` | | | | Owned I Reporte | | | | | Ownership (Instr. 4) | | | | |
| | | | | | | | | | Code | v | Amount | nt (A) or (D) F | | • | Transac (Instr. 3 | ction(s) | | | (111501.4) | | | |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | | | | |
| | | | | | | | | | , options | | | | | | | | | | | | | |
| 1. Title of | 2. | 3. Transaction | 3A. Deeme | | 4. | | | | 6. Date Exercisab | | ble and | 7. Title an | | 8. Price of | | 9. Number | | 10. | 11. Nature | | | |
| Derivative Security | Conversion or Exercise | Date (Month/Day/Year) | Execution I | | Transaction Code (Instr. 8) | | r. Derivative Securities | | Expiration E (Month/Day) | | 1 | Amount of Securities | | Derivative Security | | derivative Securities | | Ownership Form: | of Indirect Beneficial | | | |
| (Instr. 3) | Price of | (Month Day Tear) | (Month/Day | | | | | | Underlyii | | | | g | (In | str. 5) | | | Direct (D) or Indirect (I) (Instr. 4) | Ownership (Instr. 4) | | | |
| | Derivative Security | | | | | | Acquired (A) or | | Derivative Secu (Instr. 3 and 4) | | | | | ity | | | | | | | | |
| Security | | | | | | Disposed of (D) (Instr. 3, 4 and 5) | | (, | | | | | | | Reported | | (,, (, | | | | | |
| | | | | | | | | | | | | | | | Transaction(s) (Instr. 4) | | | | | | | |
| | | | | L | | | | | | | | | _ | | | | | | | | | |
| | | | | | | | | | | | | | Amoun or | t | | | | | | | | |
| | | | | | | | | | | | | | Numbe | r | | | | | | | | |
| | | | | , | Code | v | (A) | (D) | Date Exercisable | | cpiration ate | Title | of Shares | | | | | | | | | |
| Restricted | | | | | | | | | 40 | T | (7) | Common | 0.000 | | | | | | | | | |
| Stock Units | \$0.0 | 05/20/2016 | | | A | | 9,000 | | (1) | | (2) | Stock | 9,000 | | \$0 | 9,000 | | D | | | | |

Explanation of Responses:

Remarks:

By: Stuart L Merkadeau For: Lothar Maier

05/20/2016

** Signature of Reporting Person

Date

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.

^{1.} Restricted Stock Units Vest and become exercisable in 12 equal monthly installments with the vesting dates beginning on June 20, 2016 and ending on May 20, 2017. Settlements of vested units into common stock will occur on the earlier of May 20, 2017 and the date the reporting person ceases to provide service to the Issuer, or thereafter, on the first market trading day in an open trading window under Issuer's insider trading policy if the applicable date is not a market trading day in an open trading window.

^{2.} If the reporting person ceases to provide services to the Issuer for any reason, all Restricted Stock Units that have not yet vested shall be forfeited without consideration except as provided in our Equity Grant Policy for Outside Directors and any other agreements between the reporting person and Issuer, regarding award vesting and exercisability.