FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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* SLESSOR MIKE							2. Issuer Name and Ticker or Trading Symbol FORMFACTOR INC [FORM]									 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner 				
(Last) 7005 SO	(Last) (First) (Middle) 7005 SOUTHFRONT ROAD					3. Date of Earliest Transaction (Month/Day/Year) 08/07/2024									Officer (give title below) CEO Other (specify below)				pecify	
(Street)					_ 4. It	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
LIVERMORE CA 94551				_	Form filed by One Reporting Person Form filed by More than One Reporting Person															
(City) (State) (Zip)					Rı	Rule 10b5-1(c) Transaction Indication														
						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.														
		Tab	le I - No	n-Deri	vative	Sec	curiti	ies Ac	quire	d, Di	sposed	of, c	or Ber	neficial	ly Owne	d				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)						ar) E	2A. Deemed Execution Date, if any (Month/Day/Year)		Code	Transaction Dispo		rities Acquired (A) or ed Of (D) (Instr. 3, 4 ar			Benefic Owned	es ially Following	6. Own Form: I (D) or I (I) (Inst	Direct of ndirect lar. 4)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	:	(A) or (D)	Price	Reporte Transac (Instr. 3	tion(s)			Instr. 4)	
Common Stock 08/07/2					7/2024	/2024					5,90	8	A	\$0	54	1,552	I)		
Common Stock 08/07/2					7/2024	/2024					3,276	5 ⁽¹⁾	D	\$43.1	.1 53	8,276	D			
		Т	able II -								osed o				Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/D	n Date,	4. Transa Code (8)		n of		Expirat	6. Date Exercisa Expiration Date (Month/Day/Yea		Am Sec Und Der	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	S C F D O O O O O O O O O O O O O O O O O O	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title		Amount or Number of Shares						
Restricted Stock	\$0	08/07/2024			M			5,908	(2)		(3)		mmon tock	5,908	\$0	47,264	4	D		

Explanation of Responses:

- 1. Represents the number of shares withheld upon vesting of restricted stock units to cover tax withholding obligations.
- 2. The Restricted Stock Units vest in twelve (12) quarterly installments beginning on November 7, 2023 and end on August 7, 2026 and will be settled into shares of common stocks on or following the vesting
- 3. 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, Attorneyin-fact for Mike Slessor

08/08/2024

** 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.