LAM RESEARCH CORP

Form 4

February 22, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

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January 31, 2005

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

(Print or Type Responses)

Name and Address of Reporting Person * O'Dowd Sarah A			2. Issuer Name and Ticker or Trading Symbol LAM RESEARCH CORP [LRCX]			5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)			ransaction	(Chec	ck all applicable	e)	
, ,		ŕ	(Month/D		Tunsuction	Director	10%		
4650 CUSH	IING PARKWA	Y	02/18/20	016		_X_ Officer (given below)	e title Oth below) Chief Legal Offi	` 1	
	(Street)		4. If Ame	ndment, D	ate Original	6. Individual or J	oint/Group Filii	ng(Check	
			Filed(Mor	nth/Day/Yea	ur)	Applicable Line) _X_ Form filed by	1 0		
FREMONT	C, CA 94538					Form filed by I Person	More than One Re	eporting	
(City)	(State)	(Zip)	Tabl	e I - Non-	Derivative Securities Acq	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)			3. Transacti Code	4. Securities Acquired for(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or		

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1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				Indirect Beneficial Ownership		
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	02/18/2016		F	1,887	D	\$ 67.77	40,918 (1)	D	
Common Stock	02/18/2016		F	1,258	D	\$ 67.77	39,660 (1)	D	
Common Stock	02/22/2016		M	8,918 (2)	A	\$ 67.77	48,578 <u>(1)</u>	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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number.

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. Transacti Code (Instr. 8)	5. Number on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration E (Month/Day	ate	7. Title and Underlying (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Market-based Performance Restricted Stock Unit	\$ 0	02/18/2016		M	6,278 (2)	(3)	(3)	Common Stock	6,278

Reporting Owners

Paparting Owner Name / Address	Relationships

Director 10% Owner Officer Other

O'Dowd Sarah A

4650 CUSHING PARKWAY SVP, Chief Legal Officer

FREMONT, CA 94538

Signatures

Brenna Hodgson by Power of Attorney 02/22/2016

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Amount reported includes shares subject to unvested Restricted Stock Units.
- On 2/18/14, the Reporting Person received a target grant of 6,278 Market-based Performance Restricted Stock Units vesting between 0% and 150% on 2/18/16. The performance of this award was based on the Lam Research Total Shareholder Return performance relative to the Philadelphia Semiconductor Sector Index Total Shareholder Return during the performance period of 2/18/14 to 2/17/16. The performance payout was approved at 142.06% of target. The award vested on 2/18/16 and the shares were distributed on 2/22/16.
- These Market-based Performance Restricted Stock Units vest between 0% and 150% on 2/18/16. The performance of these awards is based on the Lam Research Total Shareholder Return performance relative to the Philadelphia Semiconductor Sector Index Total Shareholder Return during the performance period of (2/18/14 to 2/17/16).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2