JENNINGS KEVIN
Form 4
March 05, 2019

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
JENNINGS KEVIN

(Last) (First) (Middle)

C/O LAM RESEARCH CORPORATION, 4560 CUSHING PARKWAY

(Street)

FREMONT, CA 94538

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
LAM RESEARCH CORP [LRCX]

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2019

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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	03/01/2019		F		3,573	D	$ 176.75	13,337 (1)	D	
Common Stock	03/01/2019		F		1,195	D	$ 176.75	12,142 (1)	D	
Common Stock	03/01/2019		F		770	D	$ 176.75	11,372 (1)	D	
Common Stock	03/01/2019		F		556	D	$ 176.75	10,816 (1)	D	
Common Stock	03/01/2019		A		2,788 (2)	A	$ 0	13,604 (1)	D	

Common Stock	03/01/2019		M	1,553 (3)	A	$ 119.67	15,157 (1)	D
Common Stock	03/01/2019		S	1,553 (3)	D	$ 177.67	13,604 (1)	D
Common Stock	03/04/2019		S	7,016	D	$ 177.35	6,588 (1)	D

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

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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 Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Market-based Performance Restricted Stock Unit	$ 0	03/01/2019		A		4,647		(4)	(4)	Common Stock	4,647
Employee Stock Option (Right to Buy)	$ 176.75	03/01/2019		A		7,432		(5)	03/01/2026	Common Stock	7,432
Employee Stock Option (Right to Buy)	$ 119.67	03/01/2019		M		1,553		(6)	03/01/2024	Common Stock	1,553

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JENNINGS KEVIN C/O LAM RESEARCH CORPORATION 4560 CUSHING PARKWAY			Senior Vice President	

FREMONT, CA 94538

Signatures

Leign Cramer by Power of Attorney	03/05/2019
**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.

(2) The Restricted Stock Units will vest in three equal installments on 03/01/2020, 03/01/2021, and 03/01/2022.

(3) Shares exercised pursuant to 10b5-1 Trading Plan.

(4) These Market-based Performance Restricted Stock Units vest between 0% and 150% on 03/01/2022. The performance of this award 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 02/01/2019 through 01/31/2022.

(5) The stock option becomes exercisable in three equal installments on 03/01/2020, 03/01/2021, and 03/01/2022.

(6) 33.3% of the stock options will vest on 3/1/18, 3/1/19, and 3/1/20.

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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