

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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>BHATIA MANISH H</u>  (Last) (First) (Middle) <u>8000 S. FEDERAL WAY</u> <u>40-370</u>  (Street) <u>BOISE</u> <u>ID</u> <u>83716</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MICRON TECHNOLOGY INC [ MU ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>10/16/2020</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	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>EVP, Global Operations</u>  6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	10/16/2020		A		57,759 <sup>(1)</sup>	A	\$0	262,156	D	
Common Stock	10/16/2020		F		21,281 <sup>(2)</sup>	D	\$51.94	240,875	D	
Common Stock	10/16/2020		M		29,618 <sup>(3)</sup>	A	\$0	270,493	D	
Common Stock	10/16/2020		M		34,356 <sup>(4)</sup>	A	\$0	304,849	D	
Common Stock	10/16/2020		F		25,377 <sup>(5)</sup>	D	\$51.94	279,472	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	Amount or Number of Shares				
Performance Restricted Stock Unit	\$0	10/16/2020		A			24,402	(6)	(6)	Common Stock	24,402 <sup>(6)</sup>	\$0	24,402	D	
Performance Restricted Stock Unit	\$0	10/16/2020		A			28,879	(7)	(7)	Common Stock	28,879 <sup>(7)</sup>	\$0	28,879	D	
Performance Restricted Stock Unit	\$0	10/16/2020		M			24,616	(8)	(8)	Common Stock	29,618 <sup>(3)</sup>	\$0	0	D	
Performance Restricted Stock Unit	\$0	10/16/2020		M			17,468	(9)	(9)	Common Stock	34,356 <sup>(4)</sup>	\$0	24,607	D	
Performance Restricted Stock Unit	\$0	10/16/2020		F			1,004	(10)	(10)	Common Stock	1,004 <sup>(12)</sup>	\$0	25,901	D	
Performance Restricted Stock Unit	\$0	10/16/2020		F			94	(11)	(11)	Common Stock	94 <sup>(12)</sup>	\$0	21,332	D	

Explanation of Responses:

1. Restricted Stock Awards vest in 33 1/3% increments annually on the anniversary of the grant.
2. Withholding of shares of common stock to satisfy tax withholding obligations in connection with the vesting of restricted stock awarded under the Issuer's 2004 Equity Incentive Plan.
3. The Compensation Committee certified achievement of the pre-established performance goals at a level resulting in a vest of 105% of target shares. As reported at grant, the performance-based restricted stock unit could result in a payout of 0% to 200% based on actual achievement of the goals.
4. The Compensation Committee certified achievement of the pre-established performance goals at a level resulting in a vest of 178% of target shares. As reported at grant, the performance-based restricted stock unit could result in a payout of 0% to 200% based on actual achievement of the goals.
5. Withholding of shares of common stock to satisfy tax withholding obligations in connection with the vesting of performance restricted stock units awarded under the Issuer's 2004 Equity Incentive Plan.
6. Each performance-based restricted stock unit represents the right to receive, following vesting, between 0% and 150% of one share of common stock based upon the achievement of pre-established performance metrics related to relative total shareholder return over a 3-year period beginning September 3, 2020 and ending on August 31, 2023, and certification of such performance by the Compensation Committee following the conclusion of the performance period.
7. Each performance-based restricted stock unit represents the right to receive, following vesting, between 0% and 200% of one share of common stock based upon the achievement of pre-established performance metrics related to NAND delivery and solutions over a 3-year period beginning September 3, 2020 and ending on August 31, 2023, and certification of such performance by the Compensation Committee following the conclusion of the performance period.
8. Each performance-based restricted stock unit represents the right to receive, following vesting, between 0% and 200% of one share of common stock based upon the achievement of pre-established performance metrics related to DRAM, NAND and PE Ratio over a 3-year performance period beginning August 31, 2017 and ending on September 3, 2020, and certification of such performance by the Compensation Committee following the conclusion of the performance period.
9. Each performance-based restricted stock unit represents the right to receive, following vesting, between 0% and 200% of one share of common stock based upon the achievement of pre-established performance metrics related to NAND, PE Ratio and FCF over a 3-year performance period beginning August 31, 2018 and ending on September 2, 2021, and certification of such performance by the Compensation Committee following the conclusion of the performance period.
10. Each performance-based restricted stock unit represents the right to receive, following vesting, between 0% and 200% of one share of common stock based upon the achievement of pre-established performance

metrics related to NAND over a 3-year performance period beginning August 29, 2019 and ending on September 1, 2022, and certification of such performance by the Compensation Committee following the conclusion of the performance period. Remaining performance-based restricted stock units subject to this award will vest on October 16, 2021.

11. Each performance-based restricted stock unit represents the right to receive, following vesting, between 0% and 150% of one share of common stock based upon the achievement of pre-established performance metrics related to relative total shareholder return over a 3-year period beginning August 30, 2018 and ending on September 2, 2021, and certification of such performance by the Compensation Committee following the conclusion of the performance period.

12. Performance-based restricted stock units withheld for employment tax (and related income tax) obligations upon a portion of the grant being earned by (but not yet payable to) the reporting person. Additional shares remain unvested.

Greg Osborn, Attorney-in-fact      10/20/2020

\*\* 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.**

## POWER OF ATTORNEY

The undersigned, as an officer and/or director of Micron Technology, Inc. (the "Company") who is subject to the ownership reporting requirements of Section 16 of the U.S. Securities Exchange Act of 1934, as amended ("Section 16"), hereby constitutes and appoints Athar Siddique, Rob Beard, and Greg Osborn, and each of them, the undersigned's true and lawful attorney-in-fact to:

1. complete and execute, for and on behalf of the undersigned, Forms 3, 4 and 5 and such other forms, and any and all amendments thereto, as such attorney-in-fact shall in his discretion determine to be required or advisable pursuant to Section 16, and the rules and regulations promulgated thereunder, or any successor laws and regulations thereto (collectively, the "Exchange Act Rules"), as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Company; and
2. do all acts necessary in order to file such forms and/or amendments thereto with the U.S. Securities and Exchange Commission, any securities exchange or national association, the Company and such other person or agency as the attorney-in-fact shall deem appropriate to comply with the Exchange Act Rules and any other applicable laws.

The undersigned hereby ratifies and confirms all that said attorneys-in-fact shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with the Exchange Act Rules.

The undersigned hereby revokes any previous power of attorney that he or she may have given to any person to make and file such forms and amendments with respect to his or her ownership, acquisition or disposition of securities of the Company.

This Power of Attorney shall remain in full force and effect until the earliest to occur of the following: (a) the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, (b) revocation by the undersigned in a signed writing delivered to the Company, or (c) as to any attorney-in-fact individually, until such attorney-in-fact is no longer employed by the Company.

14 IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this day of February 2020.

Signature: 

Print Name: Manish Bhatia