UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

(X) QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 2, 1994

OR

( ) TRANSITION REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934

for the transition period from ---------- to ----------

Commission File Number 1-10658

MICRON TECHNOLOGY, INC.
(Exact name of registrant as specified in its charter)

Delaware	75-1618004
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
2805 East Columbia Road, Boise, Idaho	83706-9698
(Address of principal executive offices)	(Zip Code)

(Registrant's telephone number, including area code) (208) 368-4000

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No ----

The number of outstanding shares of the registrant's Common Stock as of June 17, 1994 was 101,714,045.

Part I. FINANCIAL INFORMATION

Item 1. Consolidated Financial Statements

MICRON TECHNOLOGY, INC.

Consolidated Balance Sheets
(Dollars in thousands)

	June 2, 1994 (Unaudited)	September 2, 1993

ASSETS		
Current assets:		
Cash and equivalents	$ 51,196	$ 47,523
Liquid investments	315,107	138,290
Receivables	210,317	154,686
Inventories	99,365	83,164
Prepaid expenses	2,940	1,493
Deferred income taxes	16,390	14,920
Total current assets	695,315	440,076
Product and process technology, net	50,693	69,703
Property, plant, and equipment, net	599,795	437,761
Other assets	18,329	18,116
Total assets	$1,364,132	$965,656
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable and accrued expenses	$ 199,647	$154,963
Deferred income	10,151	5,501
Equipment purchase contracts	17,823	24,913
Current portion of long-term debt	29,179	25,407
Total current liabilities	256,800	210,784
Long-term debt	127,550	54,361
Deferred income taxes	42,238	46,216
Other liabilities	28,829	14,786
Total liabilities	455,417	326,147
Commitments and contingencies		
Shareholders' equity:		
Common stock, $.10 par value, authorized 150,000,000 shares, issued 101,698,000 and 40,099,000 shares, respectively	10,170	4,010
Additional paid-in capital	365,991	353,277
Retained earnings	534,003	282,468
Unamortized stock compensation	(1,449)	(246)
Total shareholders' equity	908,715	639,509
Total liabilities and shareholders' equity	$1,364,132	$965,656

See accompanying notes to consolidated financial statements.

MICRON TECHNOLOGY, INC.

Consolidated Statements of Operations
(Dollars in thousands, except for per share data)
(Unaudited)

	Quarter Ended June 2, 1994	Quarter Ended June 3, 1993
Net sales	$ 426,392	$214,926
Costs and expenses:		
Cost of goods sold	206,967	132,323
Selling, general, and administrative	35,773	21,061
Research and development	22,933	14,685
Total costs and expenses	265,673	168,069
Operating income	160,719	46,857
Interest (income) expense, net	(2,293)	776
Income before income taxes	163,012	46,081
Income tax provision	58,685	16,589
Net income	$ 104,327	$ 29,492
Earnings per share:		
Primary	$0.99	$0.29
Fully diluted	0.99	0.29
Number of shares used in per share calculations:		
Primary	105,630,000	101,400,000
Fully diluted	105,690,000	102,208,000
Cash dividend declared per share	$0.05	--

See accompanying notes to consolidated financial statements.

MICRON TECHNOLOGY, INC.

Consolidated Statements of Operations
(Dollars in thousands, except for per share data)
(Unaudited)

	Nine Months Ended June 2, 1994	Nine Months Ended June 3, 1993
Net sales	$1,136,989	$522,304
Costs and expenses:		
Cost of goods sold	577,660	353,836
Selling, general, and administrative	102,958	60,906
Research and development	55,981	40,181
Total costs and expenses	736,599	454,923
Operating income	400,390	67,381
Interest (income), net	(3,732)	2,969
Income before income taxes	404,122	64,412
Income tax provision	145,484	23,188
Net income	$ 258,638	$ 41,224
Earnings per share:		
Primary	$2.48	$0.41
Fully diluted	2.47	0.41
Number of shares used in per share calculations:		
Primary	104,116,000	100,101,000
Fully diluted	104,905,000	100,932,000
Cash dividends declared per share	$0.07	$0.02

See accompanying notes to consolidated financial statements.

MICRON TECHNOLOGY, INC.

Consolidated Statements of Cash Flows
(Dollars in thousands)
(Unaudited)

	Nine Months Ended June 2, 1994	Nine Months Ended June 3, 1993
Cash flows from operating activities:		
Net income	$ 258,638	$ 41,224
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	100,852	84,168
Amortization	39,232	18,664
Increase in receivables	(55,631)	(29,915)
Increase in inventories	(16,201)	(13,649)
Increase in accounts payable and accrued expenses	44,684	44,064
Other	18,599	11,891
Net cash provided by operating activities	390,173	156,447
Cash flows from investing activities:		
Purchase of investments	(272,519)	(164,608)
Proceeds from sale and maturity of investments	94,961	80,344
Property, plant, and equipment expenditures	(176,569)	(52,250)
Purchase of product and process technology	(18,000)	(200)
Other	1,072	(472)
Net cash used for investing activities	(371,055)	(137,186)
Cash flows from financing activities:		
Proceeds from issuance of debt	117,183	41,651
Payments on equipment purchase contracts	(94,039)	(44,170)
Repayments of debt	(41,349)	(49,198)
Proceeds from issuance of common stock	10,239	14,230
Payment of Dividends	(7,096)	(1,941)
Other	(383)	(245)
Net cash used for financing activities	(15,445)	(39,673)
Net increase (decrease) in cash and equivalents	3,673	(20,412)
Cash and equivalents at beginning of period	47,523	35,733
Cash and equivalents at end of period	$ 51,196	$ 15,321
Supplemental disclosures:		
Income taxes paid, net	$ (138,022)	(7,676)
Interest paid	(4,527)	(4,750)
Noncash investing and financing activities:		
Equipment acquisitions on contracts payable and capital leases	86,949	50,256

See accompanying notes to consolidated financial statements.

Notes to Consolidated Financial Statements
(All tabular dollar amounts are stated in thousands)

1. Unaudited Interim Financial Statements

In the opinion of management, the accompanying unaudited consolidated financial statements contain all adjustments necessary to present fairly the consolidated financial position of Micron Technology, Inc., and subsidiaries (the "company"), and their consolidated results of operations and cash flows.

This report on Form 10-Q for the quarter and nine months ended June 2, 1994 should be read in conjunction with the company's Annual Report to Shareholders and/or Form 10-K for the year ended September 2, 1993.

2. Receivables

	June 2, 1994	September 2, 1993
Trade receivables	$ 210,883	$155,010
Other	8,891	7,145
Allowance for returns and discounts	(7,344)	(5,680)
Allowance for doubtful accounts	(2,113)	(1,789)
	$ 210,317	$154,686

3. Inventories

	June 2, 1994	September 2, 1993
Finished goods	$ 8,221	$ 7,343
Work in progress	56,992	52,473
Raw materials and supplies	34,152	23,348
	$ 99,365	$ 83,164

Notes to Consolidated Financial Statements, continued

4. Product and process technology, net

	June 2, 1994	September 2, 1993
Product and process technology, at cost	$ 148,297	$129,221
Less accumulated amortization	(97,604)	(59,518)
	$ 50,693	$ 69,703

5. Property, plant, and equipment, net

	June 2, 1994	September 2, 1993
Land	$ 7,968	$ 7,483
Buildings	235,554	217,655
Machinery and equipment	762,205	578,810
Construction in progress	67,226	24,667
	1,072,953	828,615
Less accumulated depreciation and amortization	(473,158)	(390,854)
	$ 599,795	$437,761

6. Accounts payable and accrued expenses

	June 2, 1994	September 2, 1993
Accounts payable	$ 51,031	$ 34,740
Salaries, wages, and benefits	47,646	28,829
Product and process technology	46,236	45,932
Income taxes payable	33,587	30,581
Commissions	5,429	4,675
Other	15,718	10,206
	$ 199,647	$154,963

7. Long-term debt

	June 2, 1994	September 2, 1993
Notes payable in monthly installments through May 1999, weighted average interest rate of 7.30% and 8.24%, respectively	$ 117,595	$31,174
Capitalized lease obligations payable in monthly installments through April 1998, weighted average interest rate of 7.94% and 8.79%, respectively	13,200	28,550
Noninterest bearing obligation, due June 1997, original face amount $19.8 million (net of discount based on imputed interest rate of 6.50%)	16,357	--
Noninterest bearing obligation, due in annual installments through November 1994, original face amount of $50.0 million (net of discount based on imputed interest rate of 10.25%)	9,577	18,775
Noninterest bearing obligation, paid January 1994, (net of discount based on imputed interest rate of 7.41%)	--	1,269
	156,729	79,768
Less current portion	(29,179)	(25,407)
	$ 127,550	$54,361

8. Earnings per share

Earnings per share is computed using the weighted average number of common and common equivalent shares outstanding. Common equivalent shares result from the assumed exercise of outstanding stock options and affect earnings per share when they have a dilutive effect.

On March 1, 1994, the company's board of directors announced a five-for-two stock split, effected in the form of a stock dividend, to shareholders of record on April 1, 1994. A total of 60,942,000 additional shares were issued in conjunction with the stock split. The company distributed cash in lieu of fractional shares resulting from the stock split. The company's par value of $0.10 per share remained unchanged. As a result, $6.1 million was transferred from additional paid-in capital to common stock. All share and per share amounts have been restated to reflect retroactively the stock split.

9. Income taxes

Effective September 3, 1993, the company adopted Statement of Financial Accounting Standards (SFAS) No. 109, "Accounting for Income Taxes." Adoption of SFAS No. 109 did not have a material effect on the company's financial position or results of operations. The estimated effective income tax rate for all periods presented was 36%.

The approximate tax effect of temporary differences and carryforwards which give rise to the net deferred tax asset and liability are as follows:

	June 2, 1994
Current deferred tax asset:	
Accrued compensation	3,831
Deferred income	2,136
Inventory	2,062
Other	8,361
Net deferred tax asset	$ 16,390
Noncurrent deferred tax liability:	
Excess tax over book depreciation	$(47,911)
Deferred internal patent charges	(2,282)
Product and process technology amortization	6,912
Accrued compensation	4,371
Other	(3,328)
Net deferred tax liability	$(42,238)

10. Commitments

As of June 2, 1994, the company had commitments of approximately $219 million for equipment purchases and $82 million for the construction of buildings.

11. Contingencies

Periodically, the company is made aware that technology used by the company in the manufacture of some or all of its products may infringe on product or process technology rights held by others. The company has accrued a liability and charged operations for the estimated costs of settlement or adjudication of asserted and unasserted claims for infringement prior to the balance sheet date. Management can give no assurance that the amounts accrued have been adequate and cannot estimate the range of additional possible loss, if any, from resolution of these uncertainties. Resolution of whether the company's manufacture of products has infringed on valid rights held by others may have a material adverse effect on the company's financial position or results of operations, and may require material changes in production processes and products.

The company is a party to various legal actions arising out of the normal course of business, none of which is expected to have a material effect on the company's financial position or results of operations.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

All references are to the company's fiscal periods ended June 2, 1994 and June 3, 1993, unless otherwise indicated. All tabular dollar amounts are stated in thousands.

Net sales for the third quarter of 1994 were $426 million, compared to net sales of $215 million for the same quarter a year ago. Net sales for the first nine months of 1994 totaled $1,137 million, compared to $522 million for the first nine months of 1993.

The company reported net income of $104 million, or $0.99 per fully diluted share, for the third quarter of 1994, and net income of $259 million, or $2.47 per fully diluted share for the first nine months of 1994. For the third quarter of 1993, the company reported net income of $29 million, or $0.29 per fully diluted share, and for the first nine months of 1993 reported net income of $41 million, or $0.41 per fully diluted share.

Results of Operations

	Third Quarter			Nine Months Ended		
	1994	% Change	1993	1994	% Change	1993
Net sales	$426,392	98.4%	$214,926	$1,136,989	117.7%	$522,304

Net sales for the third quarter and first nine months of fiscal 1994 were significantly higher than for the comparable periods of 1993 principally due to favorable market conditions and higher volumes of semiconductor memory sold. Memory volumes were generally higher as a result of a combination of increased wafer output, improved yields, shrinks of existing products, and transitions to higher density memory products.

The company has benefited from supply and demand relationships resulting in relatively stable product pricing for approximately the past two years. Pricing per megabit for DRAM products has historically declined approximately 30% per year on a long-term trend line. The company's net sales would have been substantially lower had actual average selling prices followed the long-term trend line in the third quarter and first nine months of 1994. Several competitors, both foreign and domestic, are reportedly adding significant semiconductor manufacturing capacity. Excess supply would cause a rapid fall in product pricing to, or below, the long-term declining trend line.

The company's principal product for the first nine months of 1994 was the 4 Meg DRAM. Volumes for specialty DRAMs decreased in the third quarter and first nine months of 1994 compared to the corresponding periods of 1993 as the company dedicated more production resources to the 4 Meg DRAM. SRAM net sales were higher in both the third quarter and first nine months of 1994 as compared to the corresponding periods of 1993, but declined as a percentage of total net sales to approximately 7% and 8% for the third quarter and first nine months of 1994, respectively. SRAM net sales for the third quarter and first nine months of 1993 were 14% and 16% of total net sales, respectively.

	Third Quarter			Nine Months Ended		
	1994	% Change	1993	1994	% Change	1993
Cost of goods sold	$206,967	56.4%	$132,323	$577,660	63.3%	$353,836
Gross margin %	51.5%		38.4%	49.2%		32.3%

The company's overall gross margin percentage improved significantly for both the third quarter and first nine months of 1994 compared to the corresponding periods of 1993 due to relatively stable average selling prices and reductions in cost per unit of memory sold for DRAM products. Reductions in cost per unit sold were realized primarily from a combination of increased wafer output, yield improvements, die shrinks, and transition to higher density memory products.

The company has been producing a limited quantity of 400 mil 16 Meg DRAMs for internal qualification and customer sampling purposes. No major customer sales in large quantities have occurred to date. The company continues to develop a reduced die size 16 Meg DRAM in a 300 mil package which is expected to be the preferred market package. Due to currently lower manufacturing yields associated with the 16 Meg DRAM as compared to the company's more mature products, a rapid transition to the 16 Meg DRAM as the industry's primary product without significant improvement in the company's manufacturing yields would have a negative impact on the results of operations.

Sales of personal computers accounted for approximately 6% and 7% of total net sales for the third quarter and first nine months of 1994, respectively. Gross margin percentages for personal computer sales are substantially lower than for the company's other products. Should sales of personal computers increase as a percentage of total net sales, the company's overall gross margin percentage would decrease.

Cost of goods sold includes estimated costs of settlement or adjudication of asserted and unasserted claims for patent infringement prior to the balance sheet date, and costs of product and process technology licensing arrangements. The charges for product and process technology have remained relatively constant as a percentage of net sales across all periods presented. Future product and process technology charges may increase, however, as a result of claims that may be asserted in the future. See "Certain Factors".

	Third Quarter			Nine Months Ended		
	1994	% Change	1993	1994	% Change	1993
Selling, general, and administrative	$ 35,773	69.9%	$21,061	$102,958	69.0%	$ 60,906
as a % of net sales	8.4%		9.8%	9.1%		11.7%

Selling, general, and administrative expenses increased significantly in the third quarter and first nine months of 1994 over the comparable periods of 1993, primarily as a result of higher personnel costs. The higher personnel costs were primarily due to the company's employee compensation program which provides incentives relating directly to the financial performance of the company. Also contributing to the increase in selling, general, and administrative expense for the first nine months of 1994 compared to the first nine months of 1993 were increased costs incurred in conjunction with the company's action before the International Trade Commission and patent litigation, each of which have since been settled, increased sales commissions based on a higher level of net sales, and a higher level of state sales tax.

	Third Quarter			Nine Months Ended		
	1994	% Change	1993	1994	% Change	1993
Research and development	$ 22,933	56.2%	$ 14,685	$ 55,981	39.3%	$ 40,181
as a % of net sales	5.4%		6.8%	4.9%		7.7%

Research and development expenses, which vary primarily with the number of wafers and personnel dedicated to new product and process development, were higher, but decreased as a percentage of net sales, for the third quarter and first nine months of 1994 compared to the corresponding periods of 1993. Efforts in the current quarter were focused primarily on development of the 16 Meg DRAM, and design and development of the 64 Meg DRAM and the 4 Meg and 16 Meg SRAMs. Development of VRAMs beyond the company's current 2 Meg generation has been terminated as the company pursues more cost-effective alternatives for graphics applications. The company expects research and development expense for fiscal 1994 to be significantly higher than fiscal 1993 as additional resources are dedicated to development of the 16 Meg DRAM shrink and design and development of the 64 Meg and 256 Meg DRAMs as well as design and development of new technologies including radio frequency identification products, non-volatile semiconductor memory devices, and field emission flat panel displays.

	Third Quarter			Nine Months Ended		
	1994	% Change	1993	1994	% Change	1993
Income tax provision	$ 58,685	254%	$ 16,589	$145,484	527%	$23,188

Effective September 3, 1993, the company adopted Statement of Financial Accounting Standards (SFAS) No. 109, "Accounting for Income Taxes." Adoption of SFAS No. 109 did not have a material effect on the company's financial position or results of operations. The effective tax rate for the third quarter and first nine months of 1994 and 1993 was 36%.

Liquidity and Capital Resources

The company had cash and liquid investments of $366 million as of June 2, 1994, representing an increase of $180 million during the first nine months of 1994. The company's principal sources of liquidity during the first nine months of 1994 were cash flows from operations of $390 million, issuance of long-term debt of $117 million, equipment financing of $87 million, and proceeds of $10 million from the issuance of common stock in connection with the company's employee stock purchase and stock option plans. The principal uses of funds in the first nine months of 1994 were $177 million for property, plant, and equipment, $94 million for repayments of equipment contracts, $41 million for payments on long-term debt, $18 million for acquisition of product and process technology, and $7 million for payments of cash dividends.

As of June 2, 1994, the company had commitments of approximately $219 million for equipment purchases and approximately $82 million for the construction of buildings. Anticipated capital expenditures include remodels and upgrades of existing fabrication facilities and equipment, and the construction of a central ion implant facility, a new developmental wafer fabrication facility, and an additional central utilities plant. Completion of these and future projects as currently anticipated will require substantial cash resources including significant payments out of the company's cash flow from operations through the upcoming fiscal year.

The company's bank credit agreement provides for borrowings of up to $120 million under a revolving loan expiring January 1997. Substantially all of the tangible assets of the company's semiconductor memory operations not otherwise pledged as collateral for other notes payable and capital leases are pledged as collateral under the agreement. The agreement contains certain financial covenants. As of June 2, 1994, the company had no borrowings outstanding under the agreement.

The company believes continuing investments in manufacturing technology, capital equipment, research and development, and product and process technology are necessary to support future growth, achieve operating efficiencies, and maintain product quality. Although external sources of cash have been required historically to supplement the company's cash flows from operations to fund these ongoing investments, the company currently expects that it will be able to fund its near-term liquidity needs through cash flows from operations, existing cash and liquid investment balances, and equipment financings. Depending on overall market conditions, the company may borrow amounts available under the bank credit agreement or pursue other external sources of liquidity.

Certain Factors

The semiconductor memory industry is characterized by rapid technological change, frequent product introductions and enhancements, difficult product transitions, relatively short product life cycles, and volatile market conditions as evidenced by significantly fluctuating product pricing. These circumstances historically have made the semiconductor industry highly cyclical, particularly in the market for DRAMs, which are the company's primary products. The company has recently benefited from supply and demand relationships resulting in relatively stable product pricing. However, the company expects product pricing to return to the long-term historical declining trend line at some point in the future. The company experiences intense competition from a number of substantially larger foreign and domestic companies, which are reportedly adding significant semiconductor manufacturing capacity. Several of these new facilities use 8-inch wafers which contain greater than 70% more surface area than the company's exclusively used 6-inch wafer facility. Use of 8-inch wafers could result in a comparative cost advantage. A substantial increase in overall industry production capacity, adverse market conditions, and currency fluctuations resulting in a strengthening dollar against the yen, could result in downward pricing pressure. A decline in the current favorable product pricing could have a material adverse effect on the company's results of operations. Historically, severe downward movements in product pricing have resulted in decreases in the market value for the company's stock.

The manufacture of the company's products is a complex process and involves a number of precise steps, including wafer fabrication, assembly in a variety of packages, burn-in, and final test. From time to time, the company has experienced volatility in its manufacturing yields, as it is not unusual to encounter difficulties in ramping shrink versions of existing devices or new generation devices to commercial volumes. The company continues to develop a reduced die size 16 Meg DRAM in a 300 mil package which is expected to be the preferred market package. The company's net sales and operating results are highly dependent on increasing yields at an acceptable rate and to an acceptable level, of which there can be no assurance. Future results of operations may be adversely impacted if the company is unable to transition to future generation products in a timely fashion or at gross margin rates comparable to the company's current primary products.

Periodically, the company is made aware that technology used by the company in the manufacture of some or all of its products may infringe on product or process technology rights held by others. The company has accrued a liability and charged operations for the estimated costs of settlement or adjudication of asserted and unasserted claims for infringement prior to the balance sheet date. Management can give no assurance that the amounts accrued have been adequate and cannot estimate the range of additional possible loss, if any, from resolution of these uncertainties. Resolution of whether the company's manufacture of products has infringed on valid rights held by others may have a material adverse effect on the company's financial position or results of operations, and may require material changes in production processes and products.

Part II. OTHER INFORMATION

Item 6. Exhibits and Reports on Form 8-K

a) INDEX OF EXHIBITS

Exhibit Number	Description of Exhibit
11	Computation of per share earnings for the quarters and nine month periods ended June 2, 1994, and June 3, 1993

b) The registrant did not file any Reports on Form 8-K during the quarter ended June 2, 1994.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Micron Technology, Inc.

(Registrant)

Dated: June 20, 1994

Reid N. Langrill

Vice President Finance, Treasurer,
and Chief Financial Officer (Principal
Financial and Accounting Officer)

MICRON TECHNOLOGY, INC.

Exhibit 11

Computation of Per Share Amounts
(Amounts in thousands except for per share amounts)

	Quarter Ended June 2, 1994	Quarter Ended June 3, 1993
PRIMARY		
Weighted average shares outstanding	101,575	99,149
Stock options using average market price	4,055	2,251
Total shares	105,630	101,400
Net income	$104,327	$29,491
Per share amount	$0.99	$0.29
FULLY DILUTED		
Weighted average shares outstanding	101,575	99,149
Stock options using greater of average or ending market price	4,115	3,059
Total shares	105,690	102,208
Net income	$104,327	$29,491
Per share amount	$0.99	$0.29

MICRON TECHNOLOGY, INC.

Exhibit 11

Computation of Per Share Amounts
(Amounts in thousands except for per share amounts)

	Nine Months Ended June 2, 1994	Nine Months Ended June 3, 1993
PRIMARY		
Weighted average shares outstanding	100,999	98,235
Stock options using average market price	3,117	1,866
Total shares	104,116	100,101
Net income	$258,638	$41,224
Per share amount	$2.48	$0.41
FULLY DILUTED		
Weighted average shares outstanding	100,999	98,235
Stock options using greater of average or ending market price	3,906	2,697
Total shares	104,905	100,932
Net income	$258,638	$41,224
Per share amount	$2.47	$0.41