

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

**April 27, 2015**

Date of Report (date of earliest event reported)

**MICRON TECHNOLOGY, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

**1-10658**

(Commission File Number)

**75-1618004**

(I.R.S. Employer Identification No.)

**8000 South Federal Way**

**Boise, Idaho 83716-9632**

(Address of principal executive offices)

**(208) 368-4000**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01. Regulation FD Disclosure.**

On April 27, 2015, the Company disclosed that, subsequent to the end of its fiscal quarter ended March 5, 2015, it had (i) agreed to repurchase approximately \$110 million in aggregate principal amount of 2.375% Convertible Senior Notes due 2032 for an aggregate price of approximately \$328 million, (ii) drawn \$50 million under its senior secured five-year revolving credit facility and \$75 million under its subsidiary's senior secured five-year revolving credit facility and (iii) borrowed \$47 million through its subsidiary under a two-year note collateralized by certain equipment.

**Item 8.01. Other Events.**

On April 27, 2015, the Company issued a press release announcing the proposed private placement of senior notes. A copy of this press release is filed as Exhibit 99.1 to this report and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release of Micron Technology, Inc., dated April 27, 2015, announcing offering of senior notes.

**SIGNATURE**

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 hereunto duly authorized.

**MICRON TECHNOLOGY, INC.**

Date: April 27, 2015

By: /s/ Mark W. Adams

Name: Mark W. Adams

Title: President

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**INDEX TO EXHIBITS FILED WITH  
THE CURRENT REPORT ON FORM 8-K DATED APRIL 27, 2015**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release of Micron Technology, Inc., dated April 27, 2015, announcing offering of senior notes.

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**FOR IMMEDIATE RELEASE**

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**MICRON ANNOUNCES PROPOSED \$1 BILLION OFFERING OF SENIOR NOTES**

BOISE, Idaho, April 27, 2015 — Micron Technology, Inc., (NASDAQ: MU) today announced that it intends to offer, subject to market and other considerations, \$500 million aggregate principal amount of senior notes due 2024 (the “2024 Notes”) and \$500 million aggregate principal amount of senior notes due 2026 (the “2026 Notes,” and together with the 2024 Notes, the “Notes”) through an offering to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended (the “Securities Act”), and outside the United States to non-U.S. persons pursuant to Regulation S under the Securities Act.

The interest rate, redemption provisions and other terms of the Notes will be determined by negotiations between Micron and the initial purchasers.

Micron intends to use the net proceeds from the offering to repay, repurchase or make other payments with respect to the extinguishment of its debt, including its convertible notes, and for general corporate purposes.

This announcement does not constitute an offer to sell or a solicitation of an offer to buy any of the foregoing securities, nor shall there be any offer, solicitation or sale in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful.

The Notes have not been registered under the Securities Act or any state securities laws and may not be offered or sold in the United States absent registration or an applicable exemption from such registration requirements.

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