

**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**

**February 5, 2013**

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.**

The information set forth in this Item 7.01 is intended to be furnished under Item 7.01 of Form 8-K (Regulation FD Disclosure). This information shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section. In addition, this information shall not be incorporated by reference into any registration statement filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing, unless it is specifically incorporated by reference in such filing.

Micron Technology, Inc. is furnishing certain information regarding its business.

**Item 9.01. Financial Statement and Exhibits.**

*(d) Exhibits*

The following exhibits are attached herewith:

<u>Exhibit</u>	<u>Description</u>
99.1	Disclosure regarding Micron Technology Inc.'s business

**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.

Date: February 5, 2013

By: /s/ Ronald C. Foster  
Name: Ronald C. Foster  
Title: Chief Financial Officer and  
Vice President of Finance

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**INDEX TO EXHIBITS FILED WITH  
THE CURRENT REPORT ON FORM 8-K DATED FEBRUARY 5, 2013**

<u>Exhibit</u>	<u>Description</u>
99.1	Disclosure regarding Micron Technology Inc.'s business

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# Presentation Highlights

February 5, 2013



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# Cautionary Statement

In this presentation, we may make projections or other forward-looking statements regarding future events, including whether and when the Elpida transactions will be completed and the results of the Elpida transactions, or the future financial performance and trends of the Company and the industry, including expected increases in wafer capacity, growth opportunities in our targeted markets, expected bit growth and expected reductions in memory cost. We wish to caution you that such statements are predictions and that actual events or results may differ materially. We refer you to the documents the Company files on a consolidated basis from time to time with Securities and Exchange Commission, specifically the Company's most recent Form 10-K, Form 10-Q and Form 8-K filed on February 5, 2013. These documents contain and identify important factors that could cause the actual results for the Company on a consolidated basis to differ materially from those contained in our projections or forward-looking statements. These certain factors can be found at <http://investors.micron.com/riskfactors.cfm>. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance or achievements. The statements herein speak only as of their date. We are under no duty to update any of the forward-looking statements after the date of the presentation to conform these statements to actual results.

## Financial Overview

**Ron Foster**  
Chief Financial Officer

# Elpida Performance Update

- ▶ January to September 2012 was a transition period for Elpida
  - Filed for bankruptcy in February
  - Filed reorganization plan in late August with Tokyo court with Micron as sponsor
- ▶ Since the signing of the Sponsor Agreement with Micron in July, Elpida's key business drivers have been:
  - Product mix shift to mobile driven by strong customer demand for mobile
  - Improving PC DRAM prices
  - 25nm ramp to provide reduced cost
  - Weakening Yen improving cost competitiveness



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## Micron + Elpida Pro Forma Quarterly Income Statement

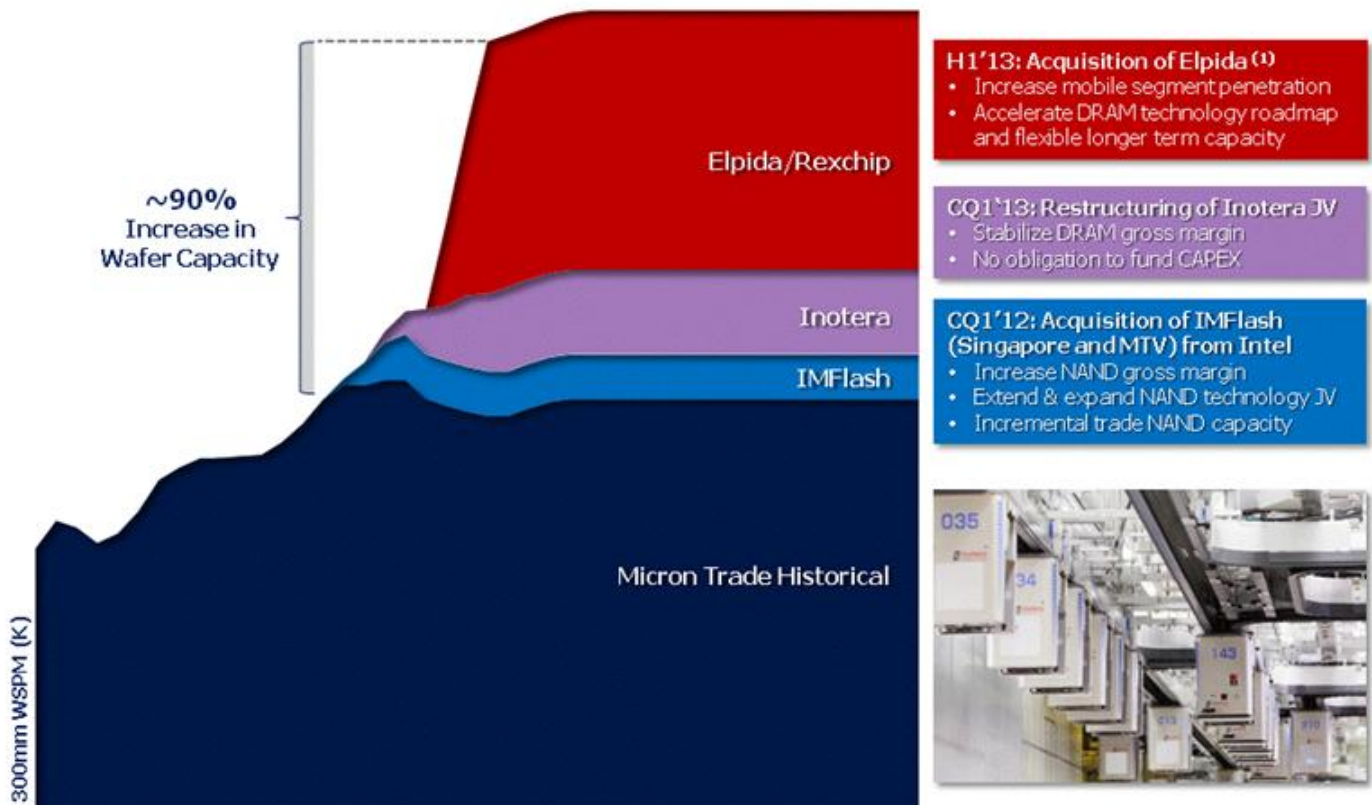
Income Statement (USD'M) Fiscal Quarter ended	Micron Nov 29, 2012	Elpida Sep 30, 2012	Pro Forma Adj.	Pro Forma Combined
<b>Net Sales</b>	<b>\$1,834</b>	<b>\$794</b>	<b>(\$9)</b>	<b>\$2,619</b>
<b>COGS</b>	<b>1,617</b>	<b>777</b>	<b>(196)</b>	<b>2,198</b>
<b>Gross Margin</b>	<b>217</b>	<b>17</b>	<b>187</b>	<b>421</b>
% Margin	12%	2%		16%
<b>Operating Expenses</b>	<b>(374)</b>	<b>(157)</b>	<b>10</b>	<b>(521)</b>
% of Revenue	20%	20%		20%
<b>Operating Income (loss)</b>	<b>(157)</b>	<b>(140)</b>	<b>197</b>	<b>(100)</b>
% Margin	-9%	-18%		-4%
<b>Non-Operating Expenses</b>	<b>(53)</b>	<b>(7)</b>	<b>(27)</b>	<b>(87)</b>
<b>Profit before Tax</b>	<b>(210)</b>	<b>(147)</b>	<b>170</b>	<b>(187)</b>
<b>Income Tax</b>	<b>(13)</b>	<b>(4)</b>		<b>(17)</b>
<b>Income (Loss) from Equity Method Investments</b>	<b>(52)</b>	<b>2</b>	<b>4</b>	<b>(46)</b>
<b>Net (Income) Loss Attributable to noncontrolling interests</b>	<b>-</b>	<b>7</b>	<b>(10)</b>	<b>(3)</b>
<b>Net Income (Loss) Attributable to Parent Entity</b>	<b>(275)</b>	<b>(142)</b>	<b>164</b>	<b>(253)</b>
% Margin	-15%	-18%		-10%



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# Micron's Path to Continued Leadership



(1) The Acquisition is currently targeted to close in the first half of calendar 2013, subject to various closing conditions.



# Strategy Overview

Mark Durcan  
Chief Executive Officer



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## Business Highlights

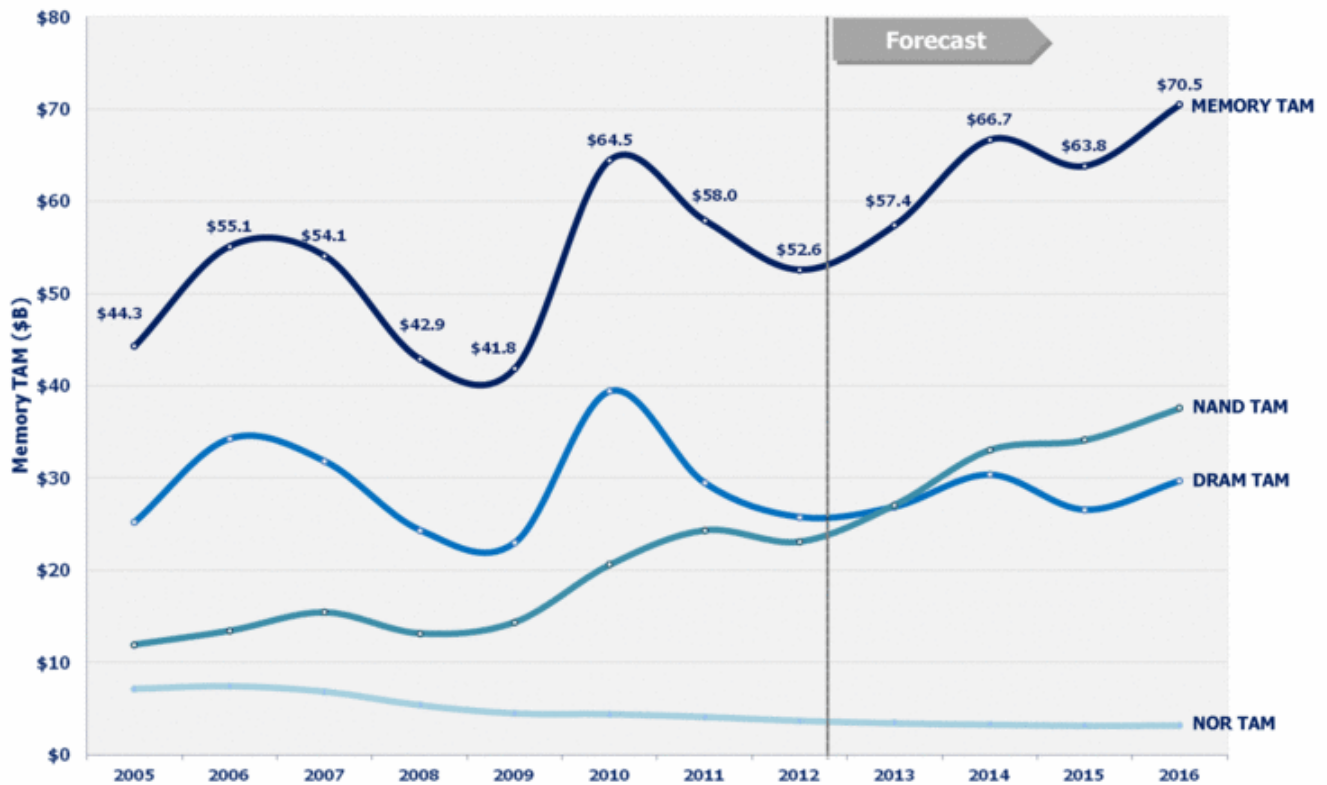
- ▶ Large multi-market opportunities in semiconductor memory with significant growth drivers
- ▶ Largest global pure play memory company (post Elpida transaction)
- ▶ Diversified across memory technologies and end markets; focused on high growth, high margin segments
- ▶ Financial strength to invest through cycles; flexible investment model
- ▶ Broad and deep technology capabilities to capitalize on industry move toward memory system solutions



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# Memory Markets Continue to Grow



Sources: Gartner (4Q12)



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## Diversified Memory End Markets

**Automotive**



**Storage**



**Graphics / Consumer**



**Networks**



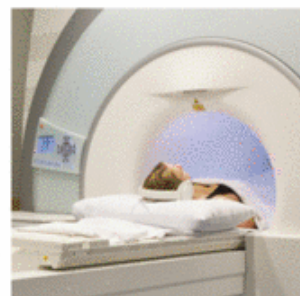
**Server**



**Mobile**



**Personal Computing**



**Industrial  
Multimarket**

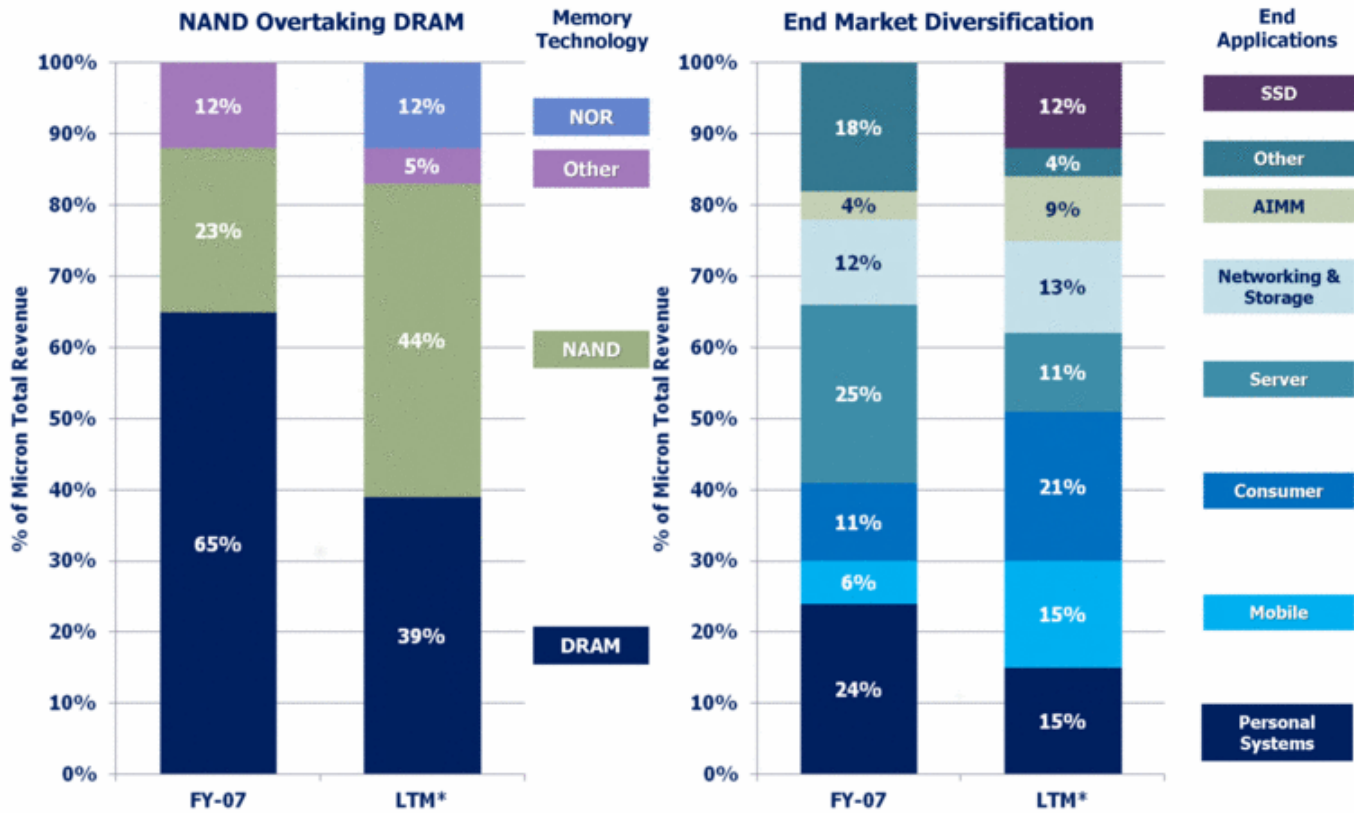


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# Micron End Market and Technology Diversification



Source: Micron

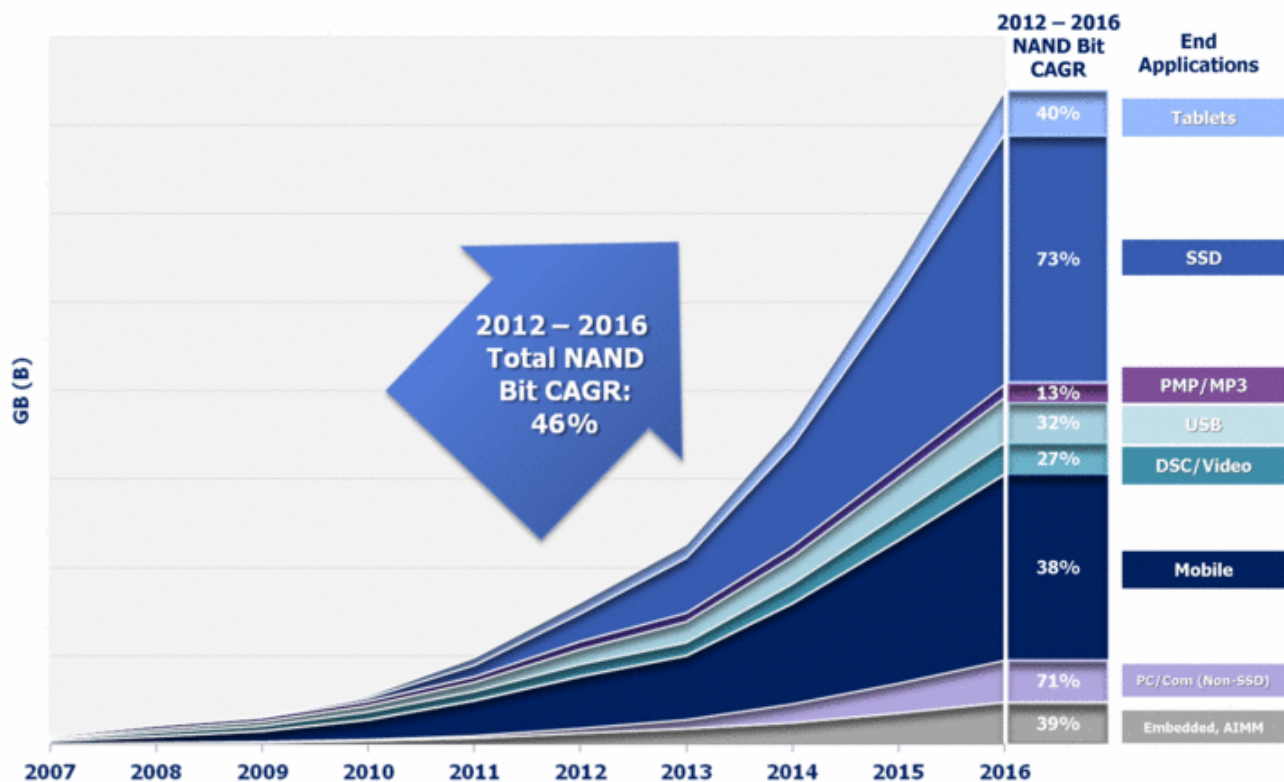
\* LTM is FQ2-12 through FQ1-13; AIMM is Auto, Industrial, Medical and Military



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# SSD and Mobile Driving NAND Bit Growth



Source: Micron, Gartner 4Q12; Cards included in Mobile and DSC

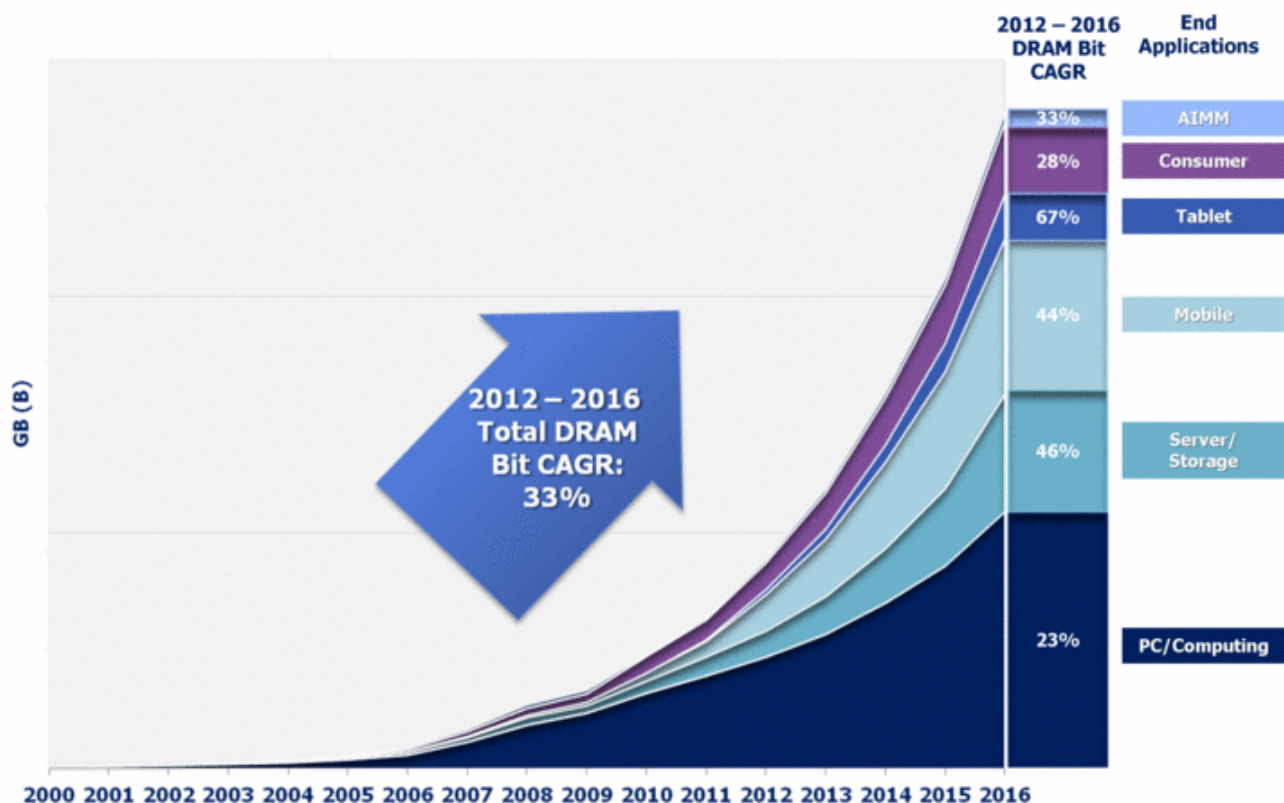


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# Shift to Mobility Driving DRAM Bit Growth



Source: Micron, Gartner 4Q12; AIMM is Auto, Industrial, Medical and Military



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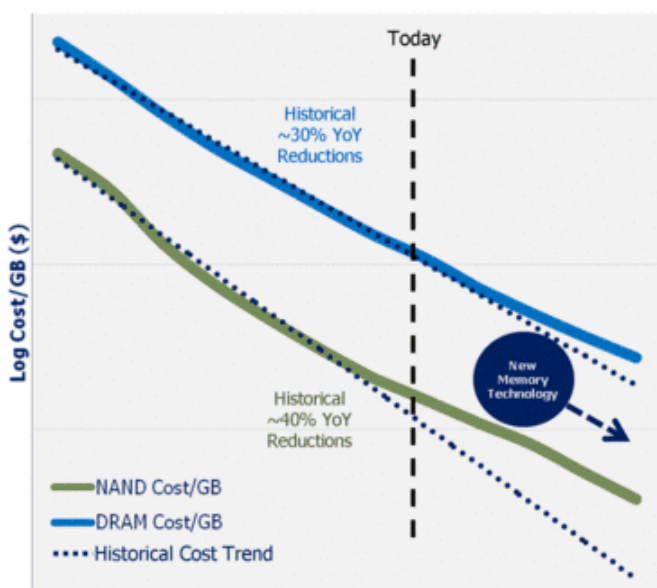
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## Expanding Customer Landscape

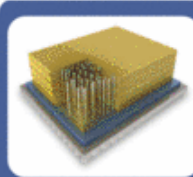


## Memory Technology Roadmap

### Memory Cost Scaling Over Time

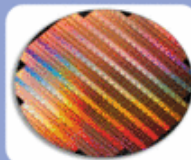


### Memory Industry in Transition



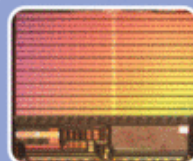
#### Hybrid Memory Cube - DRAM

- Increased Bandwidth
- Power Efficiency
- Scalability
- Reduced Latency



#### Vertical NAND

- Continued Cost/GB Reductions
- Relaxed Lithography Requirements



#### PCM

- Faster Read Times
- Lower Power Consumption
- Better Data Retention

Physical and Electrical  
Materials Limitations

Equipment Capability

Cost and Complexity

# Elpida Acquisition - Solidifying Leadership in Memory



- ▶ Founded in 1978
- ▶ Headquartered in Boise, Idaho
- ▶ ~27,000 Employees
- ▶ LTM Revenue: \$8.0bn
- ▶ IP Patents: ~25,000
- ▶ Fab locations:
  - Boise, Idaho
  - Manassas, Virginia
  - Lehi, Utah
  - Singapore
  - Taiwan (Inotera)
  - Italy
  - Israel
- ▶ Total Capacity: 435k WSPM<sup>1</sup>



- ▶ Founded in 1999
- ▶ Headquartered in Tokyo, Japan
- ▶ ~5,800 Employees
- ▶ LTM Revenue: \$3.2bn
- ▶ IP Patents: ~6,000
- ▶ Fab locations:
  - Hiroshima, Japan
  - Taiwan (Rexchip)
- ▶ Total Capacity: 180k WSPM<sup>2</sup>  
(Rexchip R2 has an additional shell for 75K WPM potential for DRAM or NAND Capacity)

Note: Revenue for the last twelve months ending Nov 2012 and Sep 2012 for Micron and Elpida, respectively. Assumes FX rate of 80 YEN/USD.

1. Current utilized 300mm equivalent DRAM, NAND, and NOR wafer capacity. Micron DRAM includes the majority portion of Inotera post 2013 restructure. NAND includes all wafers produced for Micron and Intel.

2. Current installed 300mm equivalent capacity. WSPM: Wafer Starts per Month.

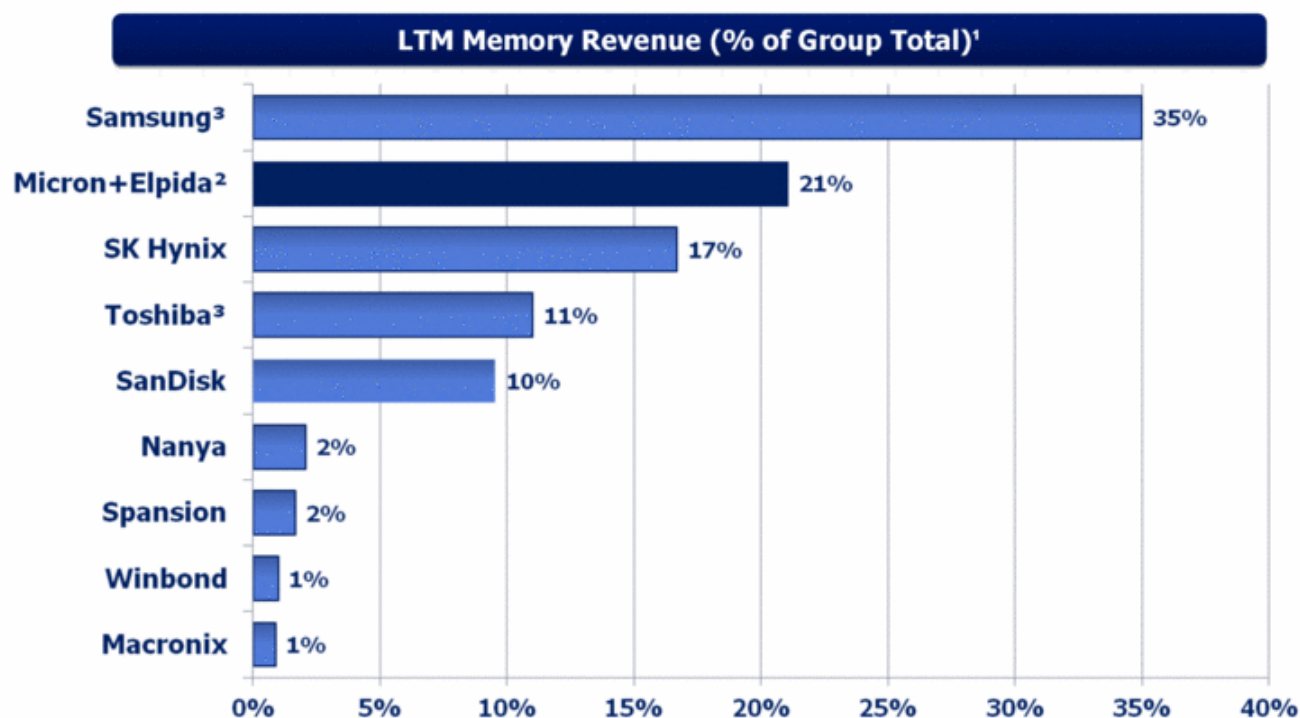


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# Scale to Invest, Compete, and Serve Customers



Source: Company Data, Micron Estimates, Competitor data from C1'Q12 – CQ4'12 except for Micron, Elpida, and Winbond (thru CQ3-12 as they have not yet reported)

1. Group total defined as only those companies listed on this page although others may also exist

2. Micron Includes NAND sold to Intel from IM Flash, Micron data from FQ2'12 – FQ1'13

Elpida data from CQ4'11 through CQ3'12

3. Samsung and Toshiba's market share % represents actual reported "Memory" revenue



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## Solidifying Leadership In Memory

### Greater Manufacturing Scale Creating Significant Shift in Strategic Capability

- ▶ ~90% increase in trade wafer capacity (includes Micron's trade NAND and total DRAM from Micron, Inotera and Elpida/Rexchip).
- ▶ Capacity increase is a shift within the industry and not incremental
- ▶ Enables shift of acquired capacity to more valued added segments

### Investment Levels Enabling Broad Technology Platform Leadership

- ▶ Expands R&D resources and merged technology platforms
- ▶ Increases ability to balance capacity among memory technologies (DRAM, NAND & NOR) based on customers' needs

### End Market Diversification

- ▶ Expanded customer-base and product/technology portfolio
- ▶ Expanded product portfolio drives leadership positions in mobile, networking and enterprise

### Cost Competitiveness

- ▶ Increased scale and technology leadership resulting in improving cost structure
- ▶ Leverage Micron's cost efficient test platform across incremental capacity

### Extending Technology Performance through Partnerships

- ▶ Successful Strategic Alliances (i.e., Intel, EMC, Sony, IBM ....)

**Industry leading pure-play memory company with scale to invest, compete and serve our customers**



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## Business Highlights

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