HATSUKANO YOSHIKAZU

Form 4

August 15, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * HATSUKANO YOSHIKAZU			2. Issuer Name and Ticker or Trading Symbol FORMFACTOR INC [FORM]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)		
7005 SOUTHFRONT ROAD		AD	(Month/Day/Year) 08/11/2005	Director 10% Owner _X_ Officer (give title Other (specify below) Sr. VP & President, Asia		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
LIVERMORE, O	CA 94551		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) 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. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		d of (D)	5. Amount of Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	08/11/2005		M	2,500	A	\$ 3.25	121,236	D	
Common Stock (1)	08/11/2005		S	2,500	D	\$ 25.91	118,736	D	
Common Stock	08/11/2005		M	3,000	A	\$ 3.25	121,736	D	
Common Stock (1)	08/11/2005		S	3,000	D	\$ 26	118,736	D	
Common Stock	08/11/2005		M	1,154	A	\$ 3.25	119,890	D	

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Common Stock $\frac{(1)}{2}$ 08/11/2005 S 1,154 D \$ 27 118,736 D

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

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SEC 1474

(9-02)

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. Transactic 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 Underlying (Instr. 3 and	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or No of Sh
Non-Qualified Stock Option (right to buy)	\$ 3.25	08/11/2005		M	2,500	06/10/1999(2)	06/10/2009	Common Stock	2
Non-Qualified Stock Option (right to buy)	\$ 3.25	08/11/2005		M	3,000	06/10/1999(2)	06/10/2009	Common Stock	3
Non-Qualified Stock Option (right to buy)	\$ 3.25	08/11/2005		M	1,154	06/10/1999(2)	06/10/2009	Common Stock	1

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HATSUKANO YOSHIKAZU 7005 SOUTHFRONT ROAD LIVERMORE, CA 94551			Sr. VP & President, Asia				

Signatures

By: Stuart L. Merkadeau, Attorney-in-Fact For: Yoshikazu
Hatsukano

08/15/2005

**Signature of Reporting Person Date

Reporting Owners 2

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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) Pursuant to Rule 10b5-1 Plan.
- (2) The option, which is immediately exercisable, was fully vested on April 15, 2003.

Remarks:

On July 29, 2005, Mr. Hatsukano acquired 1 share from FormFactor through the 2002 Employee Stock Purchase Plan. The ar

THE CONFIRMING STATEMENT GRANTING THE ATTORNEY-IN-FACT THE AUTHORITY TO EXECUTE AND FI 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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