#### LAM RESEARCH CORP

Form 4

September 26, 2008

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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

obligations

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Bondur Thomas J

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Symbol

LAM RESEARCH CORP [LRCX]

(Check all applicable)

(Last)

(First)

(Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

10% Owner

05/01/2008

X\_ Officer (give title

Issuer

Other (specify

below)

Director

Vice President

4300 CUSHING PARKWAY

4. If Amendment, Date Original

Filed(Month/Day/Year)

(Instr. 8)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

(T)

(Instr. 4)

Person

FREMONT, CA 94560

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial

(A)

Following Reported

Transaction(s)

Code V Amount (D) Price

(Instr. 3, 4 and 5)

(Instr. 3 and 4)

Owned

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

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SEC 1474 (9-02)

Ownership

(Instr. 4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of TransactionDerivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 22.05	05/01/2008		D <u>(1)</u>			3,500	(2)	02/27/2009	Common Stock	3,500
Stock Option (right to buy)	\$ 25.53	05/01/2008		A(1)		3,500		<u>(2)</u>	02/27/2009	Common Stock	3,500

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Bondur Thomas J 4300 CUSHING PARKWAY FREMONT, CA 94560

Vice President

## **Signatures**

Kym Hall by Power of 09/26/2008

\*\*Signature of Reporting Person Date

### **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).

On 02/27/02 the reporting person was granted an option to purchase 15,000 shares of the Issuer's Common Stock at a purchase price of \$22.05 per share. This option had an exercise price which was less than the closing price of the company's common stock on the appropriate measurement date determined by a special committee of the company's Board of Directors and the Company for financial

- (1) accounting purposes. The Company has agreed to amend the outstanding portion of the misdated option to increase the exercise price to the appropriate fair market value per share on the correct measurement date (\$25.53) so as to avoid adverse tax consequences under Internal Revenue Code 409A, and as applicable, similar provisions of state law. The Company and the reporting person entered into a Stock Option Amendment and Special Bonus Agreement to amend this option.
- (2) This option is fully vested and exercisable.

In exchange for increasing the exercise price of this misdated option, the company agreed to make a cash payment in January of 2009 to the reporting person, in order to make such reporting person whole for the incremental exercise price increase. The amount of the cash payment is expected to be \$12,180.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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