

ARCHER TIMOTHY
Form 4
June 07, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ARCHER TIMOTHY

2. Issuer Name and Ticker or Trading Symbol
LAM RESEARCH CORP [LRCX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Chief Operating Officer

(Last) (First) (Middle)
C/O LAM RESEARCH CORPORATION, 4650 CUSHING PARKWAY
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/04/2012

FREMONT, CA 94538

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check 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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or (D) Price | | |
| Common Stock | 06/04/2012 | | A | | 145,468 (3) | A | D |
| Common Stock | 06/04/2012 | | A | | 4,227 | A | I By 401(k) |
| Common Stock | 06/04/2012 | | A | | 500 | A | I By Spouse 401(k) |

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

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SEC 1474 (9-02)

displays a currently valid OMB control number.

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. Transaction 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 Amount of Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|-----|--|-----------------|---|----------------------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (right to buy) | \$ 36.29 | 06/04/2012 | | A | 22,500 | | 11/15/2005 | 12/18/2013 | Common Stock | 22,500 |
| Stock Option (right to buy) | \$ 27.77 | 06/04/2012 | | A | 18,000 | | 11/15/2005 | 06/11/2014 | Common Stock | 18,000 |
| Stock Option (right to buy) | \$ 24.43 | 06/04/2012 | | A | 33,750 | | 12/16/2008 | 12/16/2014 | Common Stock | 33,750 |
| Stock Option (right to buy) | \$ 29.68 | 06/04/2012 | | A | 73,125 | | 12/14/2010 | 12/14/2016 | Common Stock | 73,125 |
| Stock Option (right to buy) | \$ 23.25 | 06/04/2012 | | A | 56,250 | | 12/13/2011 | 12/13/2017 | Common Stock | 56,250 |
| Stock Option (right to buy) | \$ 11.09 | 06/04/2012 | | A | 42,188 | | <u>(9)</u> | 12/18/2018 | Common Stock | 42,188 |
| Stock Option (right to buy) | \$ 21.28 | 06/04/2012 | | A | 84,375 | | <u>(11)</u> | 12/17/2019 | Common Stock | 84,375 |
| Stock Option (right to buy) | \$ 29.34 | 06/04/2012 | | A | 40,500 | | <u>(13)</u> | 12/16/2020 | Common Stock | 40,500 |

| | | | | | | | | | | |
|-----------|----------|------------|--|---|--------|------------|------------|--------|--|--------|
| buy) | | | | | | | | | | |
| Stock | | | | | | | | | | |
| Option | \$ 22.01 | 06/04/2012 | | A | 45,000 | 12/15/2009 | 12/15/2015 | Common | | 45,000 |
| (right to | | | | | | | | Stock | | |
| buy) | | | | | | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ARCHER TIMOTHY C/O LAM RESEARCH CORPORATION 4650 CUSHING PARKWAY FREMONT, CA 94538 | | | Chief Operating Officer | |

Signatures

Kym Hall by Power of Attorney
06/07/2012

**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).

- Acquired in connection with the merger of BLMS Inc. ("Merger Sub"), a wholly owned subsidiary of Lam Research Corporation ("Lam Research"), with and into Novellus Systems, Inc. ("Novellus"), pursuant to the terms of the Agreement and Plan of Merger by and among Merger Sub, Lam Research and Novellus dated December 14, 2011 (the "Merger"). In connection with the Merger, Mr. Archer received 145,468 shares of Lam Research common stock in exchange for 129,306 shares of Novellus common stock. On June 4, 2012, the effective date of the Merger, the closing price of Lam Research's common stock was \$35.99 and the closing price of Novellus' common stock was \$40.39 per share.
- (1) Acquired in connection with the merger of BLMS Inc. ("Merger Sub"), a wholly owned subsidiary of Lam Research Corporation ("Lam Research"), with and into Novellus Systems, Inc. ("Novellus"), pursuant to the terms of the Agreement and Plan of Merger by and among Merger Sub, Lam Research and Novellus dated December 14, 2011 (the "Merger"). In connection with the Merger, Mr. Archer received 145,468 shares of Lam Research common stock in exchange for 129,306 shares of Novellus common stock. On June 4, 2012, the effective date of the Merger, the closing price of Lam Research's common stock was \$35.99 and the closing price of Novellus' common stock was \$40.39 per share.
 - (2) Acquired in connection with the Merger. The indirect holdings of the 401(k) are held in the Company unitized stock fund.
 - (3) Amount reported includes shares subject to unvested Restricted Stock Units.
 - (4) Received in the Merger in exchange for an employee stock option to acquire 20,000 shares of Novellus common stock for \$40.82 per share.
 - (5) Received in the Merger in exchange for an employee stock option to acquire 16,000 shares of Novellus common stock for \$31.24 per share.
 - (6) Received in the Merger in exchange for an employee stock option to acquire 30,000 shares of Novellus common stock for \$27.48 per share.
 - (7) Received in the Merger in exchange for an employee stock option to acquire 65,000 shares of Novellus common stock for \$33.39 per share.
 - (8) Received in the Merger in exchange for an employee stock option to acquire 50,000 shares of Novellus common stock for \$26.15 per share.
 - (9) The option vests fully on August 18, 2012.
 - (10) Received in the Merger in exchange for an employee stock option to acquire 37,500 shares of Novellus common stock for \$12.47 per share.
 - (11) The option vests in three equal annual installments beginning December 17, 2011.
 - (12)

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Received in the Merger in exchange for an employee stock option to acquire 75,000 shares of Novellus common stock for \$23.93 per share.

- (13) The option vests in four equal annual installments beginning December 16, 2011.
- (14) Received in the Merger in exchange for an employee stock option to acquire 36,000 shares of Novellus common stock for \$33.00 per share.
- (15) Received in the Merger in exchange for an employee stock option to acquire 40,000 shares of Novellus common stock for \$24.76 per share.

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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