

LAM RESEARCH CORP
Form 4
November 12, 2008

FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer
ELKUS RICHARD J JR			LAM RESEARCH CORP [LRCX]	(Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	<input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below)
			11/07/2008	<input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. 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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Securities (Instr. 3 and 4)

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Derivative Security			(D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V (A) (D)				
Stock Option (right to buy)	\$ 23.59	11/07/2008	D ⁽¹⁾	12,000	<u>(2)</u>	12/14/2011	Common Stock	12,000
Stock Option (right to buy)	\$ 24.69	11/07/2008	A ⁽¹⁾	12,000	<u>(2)</u>	12/14/2011	Common Stock	12,000
Stock Option (right to buy)	\$ 28.04	11/07/2008	D ⁽³⁾	18,000	<u>(2)</u>	12/14/2009	Common Stock	18,000
Stock Option (right to buy)	\$ 28.4	11/07/2008	A ⁽³⁾	18,000	<u>(2)</u>	12/14/2009	Common Stock	18,000
Stock Option (right to buy)	\$ 10.89	11/07/2008	D ⁽⁴⁾	24,000	<u>(2)</u>	12/18/2009	Common Stock	24,000
Stock Option (right to buy)	\$ 12.48	11/07/2008	A ⁽⁴⁾	24,000	<u>(2)</u>	12/18/2009	Common Stock	24,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ELKUS RICHARD J JR				
	X			

Signatures

Kym Hall by Power of Attorney
 11/12/2008
 **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).

The reporting person was granted an option, reflecting a measurement (grant) date of 12/14/01 and a stated exercise price of \$23.59 per share, to purchase 12,000 shares of the Issuer's Common Stock. The stated exercise price was less than the closing price of the Company's

(1) common stock on the appropriate measurement date determined by a special committee of the company's Board of Directors and the Company for financial accounting purposes. The Company and the reporting person have entered into a Reformation of Stock Option Agreement to correct the exercise price to the appropriate fair market value per share (\$24.69) on the correct measurement date.

(2) This option is fully vested and exercisable.

The reporting person was granted an option, reflecting a measurement (grant) date of 12/14/99 and a stated exercise price of \$28.04 per share, to purchase 18,000 shares of the Issuer's Common Stock. The stated exercise price was less than the closing price of the Company's

(3) common stock on the appropriate measurement date determined by a special committee of the company's Board of Directors and the Company for financial accounting purposes. The Company and the reporting person have entered into a Reformation of Stock Option Agreement to correct the exercise price to the appropriate fair market value per share (\$28.40) on the correct measurement date.

The reporting person was granted an option, reflecting a measurement (grant) date of 12/18/02 and a stated exercise price of \$10.89 per share, to purchase 24,000 shares of the Issuer's Common Stock. The stated exercise price was less than the closing price of the Company's

(4) common stock on the appropriate measurement date determined by a special committee of the company's Board of Directors and the Company for financial accounting purposes. The Company and the reporting person have entered into a Reformation of Stock Option Agreement to correct the exercise price to the appropriate fair market value per share (\$12.48) on the correct measurement date.

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.