

O'Dowd Sarah A  
Form 4  
March 05, 2018

**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 \*  
O'Dowd Sarah A

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

4650 CUSHING PARKWAY

03/01/2018

SVP, Chief Legal Officer

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

FREMONT, CA 94538

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/01/2018		F	1,003 D	\$ 190.07 47,518 <sup>(1)</sup>	D	
Common Stock	03/01/2018		F	798 D	\$ 190.07 46,720 <sup>(1)</sup>	D	
Common Stock	03/01/2018		A	2,947 <sup>(2)</sup> A	\$ 0 49,667 <sup>(1)</sup>	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)

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)	Amount or Number of Shares
Market-based Performance Restricted Stock Unit	\$ 0	03/01/2018		A	3,684	(3) (3)	Common Stock	3,684
Employee Stock Option (Right to Buy)	\$ 190.07	03/01/2018		A	2,944	(4) 03/01/2025	Common Stock	2,944

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
O'Dowd Sarah A 4650 CUSHING PARKWAY FREMONT, CA 94538			SVP, Chief Legal Officer	

## Signatures

Leign Cramer by Power of Attorney  
03/05/2018

\*\*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).

(1) Amount reported includes shares subject to unvested Restricted Stock Units.

(2) The Restricted Stock Units will vest in three equal installments on 03/01/2019, 03/01/2020, and 03/01/2021.

These Market-based Performance Restricted Stock Units vest between 0% and 150% on 03/01/2021. The performance of this award is based on the Lam Research Total Shareholder Return performance relative to the Philadelphia Semiconductor Sector Index Total Shareholder Return during the performance period of 02/01/2018 through 01/31/2021.

(4) The stock option becomes exercisable in three equal installments on 03/01/2019, 03/01/2020, and 03/01/2021.

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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. Company growth which requires additional display boards and equipment as well as the in-house personnel necessary to provide operational support. Cumulative Effect of Change in Accounting Principle For a detailed explanation of this issue please see Note 3, EFFECT OF RECENT ACCOUNTING PRONOUNCEMENTS, in the Notes to the Condensed Financial Statements attached hereto. Basic and Fully Diluted Loss Per Common Share The Basic Loss Per Common Share BEFORE cumulative effect of change in accounting principle for the third quarter of 2002 compared to the same quarter of 2001 decreased from \$(0.055) to \$(0.049), a comparative Basic Loss Per Common Share decrease of approximately 11%. For the first nine months comparison there was a decrease in the loss per share of \$(0.008), 6.4%. This decrease in loss per common share is a function of the increase in the number of Weighted Average Number of Shares Outstanding. As stated above, a major portion of the Costs and Expenses are non-recurring start-up costs. Compared to a year ago, we are now fully staffed and beginning to produce income. We are continuing to concentrate on establishing new business and increasing sales relating to the IllumiSign EyeCatcher backlit and front-lit display board and the LED display sign truck. 9 Cumulative Effect of Change in Accounting Principle The \$(0.001) Cumulative Effect of Change in Accounting Principle cannot be compared to any earlier period. For a detailed analysis of this principle, please see Note 3, EFFECT OF RECENT ACCOUNTING PRONOUNCEMENTS, in the Notes to the Condensed Financial Statements attached hereto. Net Loss and Weighted Average Common Shares Outstanding The Net Loss has decreased by 9%, \$0.005, for the 2002 and 2001 quarters ending September 30 and has increased 47% for the nine months ending September 30. This nine months increase is due primarily to the change in accounting principle as noted above and in Note 4, FAIR VALUE INFORMATION, in the Notes to the Condensed Financial Statements attached hereto. The Weighted Average Common Shares Outstanding increased by 2,528,666 shares for the comparison of the third quarters of 2001 to 2002 and 2,680,535 for the first three quarters comparison. TRENDS AND EVENTS Over the past approximately nine months we have been engaged in a slight change in our operations model primarily in that we have agreed to sell IllumiSign-EyeCatcher motion displays in limited circumstances. This change in Company policy is described above in the section entitled "Overview". Management feels that this is a positive change in that the Company now has the opportunity to earn additional revenue in foreign countries as well as certain United States based advertising entities that otherwise would purchase from competitors of the Company or not use motion displays at all. Thus far, all purchasers of the displays have agreed to purchase all of the advertising posters from the Company. This sale of in-house printed posters is an additional source of Company revenue. Although forward looking with no real assurance that the future will unfold as anticipated by management, the Company management certainly feels that the current trend of the Company is toward an increased number of motion displays in place and a continuing increase in the number of bookings for the mobile LED unit. In the opinion of management, the cumulative effect of these events is a positive trend. Thus far the Company has continued to grow at a slow, but steady pace, there is, however, no real assurance that this positive trend will continue. ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK. Registrant is a Small business issuer as defined by these Regulations and need not provide the information required by this Item 3. PART II - OTHER INFORMATION ITEM 1. LEGAL PROCEEDINGS. The Company is presently negotiating the settlement of an ongoing litigation in Great Britain with the individual patent owner who licenses to the Company the current manufacture and sale of the front-lit IllumiSign EyeCatcher display. This litigation is described as Maurice Grosse and New Millennium Media International, Inc., Claim Number HQ02X01340 in the High Court of Justice, Queen's Bench Division. These settlement negotiations are progressing and should be concluded in the next few months. This litigation was initiated as a result of the Company deciding to phase out distribution of the IllumiSign-EyeCatcher front-lit displays in deference to the more modern back-lit displays. 10 ITEM 2. CHANGES IN SECURITIES AND USE OF PROCEEDS. COMMON STOCK TRANSFERRED The company relied on Section 4(2) of the Securities Act of 1933 as the basis for an exemption from registration regarding the following transfers to accredited investors because they did not involve a public offering. July 1, 2002, the Company issued 200,000 shares of restricted common stock to an Accredited Investor (as that term is defined in Regulation D promulgated under the Securities Act of 1933, as amended) in consideration for consulting services in the area of public relations, corporate communications, investor relations, market information, preparing/editing press releases, preparation for conferences with market/securities analysts and manning a dedicated investor relations "hotline". July 24, 2002, the Company issued 20,000 shares of New Millennium Media

International, Inc. 2000 Stock Option Plan shares to an Accredited Investor (as that term is defined in Regulation D promulgated under the Securities Act of 1933, as amended) in consideration for professional advice and consulting services relating to existing and potential market makers, broker-dealers and underwriters, as well as being a liaison between the Company and such persons. The advice and services includes assistance in establishing and advising the Company with respect to: meetings and interviews of Company officers by other members of the financial community, both in the United States and in Europe and generally as a financial public relations counselor to the Company, including introducing the Company to broker-dealers, market makers, banks, financial advisor, financial institutions and potential investors, both in the United States and in Europe and introducing the Company to potential business partners and customers. July 31, 2002, the Company issued 10,000 shares of restricted common stock to an Accredited Investor (as that term is defined in Regulation D promulgated under the Securities Act of 1933, as amended) in consideration for a full and general release of all claims relating to a \$10,000 demand promissory note made by the Company in favor of the investor dated May 20, 1999. August 27, 2002, the Company issued 312,625 shares of restricted common stock to an Accredited Investor (as that term is defined in Regulation D promulgated under the Securities Act of 1933, as amended) in consideration for reimbursement of shares used by the investor for marketing services that directly benefited the Company. September 16, 2002, the Company issued 266,667 shares of restricted common stock to an Accredited Investor (as that term is defined in Regulation D promulgated under the Securities Act of 1933, as amended) in consideration for \$100,000 cash to the Company. September 16, 2002, the Company issued 30,667 shares of restricted common stock to an Accredited Investor (as that term is defined in Regulation D promulgated under the Securities Act of 1933, as amended) in consideration for consulting services in the area of public relations, corporate communications, investor relations and market information. USE OF PROCEEDS The proceeds from these transactions (Common Stock Transferred) were used for working capital and general corporate purposes, including acquisitions, funding anticipated 11 operating losses, sales and marketing expenses, purchase of additional inventory, working capital and to fund payment obligations for contemplated acquisitions, corporate partnering arrangements and lawsuit settlement. We reserve the right to vary the use of proceeds among these categories because our ability to use the proceeds is dependent on a number of factors, including the extent of market acceptance of our variety of display boards, unexpected expenditures for further technical development, sales and marketing efforts and the effects of competition. ITEM 3. DEFAULTS UPON SENIOR SECURITIES. None. ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS. None ITEM 5. OTHER INFORMATION. On March 19, 2002 the Company filed an amended Form 10-KSB/A for year-end 2001 and filed a second amended Post Effective Amendment to Form SB-2 Registration Statement for Small Business Issuers the original of which was filed September 13, 2000. On April 22, 2002 the Securities and Exchange Commission commented on the second amended Post Effective Amendment. A third amended Post Effective Amendment to Form SB-2 Registration Statement for Small Business Issuers is currently in process. ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K (SECT. 249.308 OF THIS CHAPTER). Financial Statements are incorporated in the body of this report. No reports on Form 8-K have been filed during the quarter for which this report is filed. SIGNATURES 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 thereunto duly authorized. Signed and submitted this 14 day of November 2002. New Millennium Media International, Inc. (Registrant) by: /s/ ----- John Thatch as President/CEO/Director 12 EXHIBIT INDEX Exhibit Number Title 99.1 Certifying Statement of the Chief Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. 13 CERTIFICATIONS I, John "JT" Thatch, as CEO/President/Director of New Millennium Media International, Inc., certify that: 1. I have reviewed this quarterly report on Form 10-Q of New Millennium Media International, Inc.; 2. Based on my knowledge, this quarterly report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this quarterly report; 3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this quarterly report; 4. The registrant's other certifying officers and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-14 and 15d-14) for the registrant and we have: a) Designed such disclosure controls and procedures to ensure that material information relating to the registrant, including its

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consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this quarterly report is being prepared; b) Evaluated the effectiveness of the registrant's disclosure controls and procedures as of a date within 90 days prior to the filing date of this quarterly report (the "Evaluation Date"); and c) Presented in this quarterly report our conclusions about the effectiveness of the disclosure controls and procedures based on our evaluation as of the Evaluation Date; 5. The registrant's other certifying officers and I have disclosed, based on our most recent evaluation, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent function): a) All significant deficiencies in the design or operation of internal controls which could adversely affect the registrant's ability to record, process, summarize and report financial data and have identified for the registrant's auditors any material weaknesses in internal controls; and b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal controls; and 6. The registrant's other certifying officers and I have indicated in this quarterly report whether or not there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of our most recent evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses. Date: November 14, 2002 New Millennium Media International, Inc. by: /s/ ----- John "JT" Thatch CEO/President/Director 14