

NOVA MEASURING INSTRUMENTS LTD  
Form 6-K  
November 09, 2004

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**FORM 6-K**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549  
Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16  
of the Securities Exchange Act of  
1934

Date of Report: November 8, 2004

**NOVA MEASURING INSTRUMENTS LTD.**

Building 22 Weitzmann Science Park, Rehovoth  
P.O.B 266

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If  Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): N/A.

Attached hereto as Exhibit 99.1 and incorporated by way of reference herein the Registrant's Notice of Annual General Meeting of Shareholders and Proxy Statement.

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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.

**Nova Measuring Instruments Ltd**  
(the "Registrant")

BY: /S/ Chai Toren

Chai Toren  
VP Finance and Operations

Date : November 8<sup>th</sup>, 2004

**EXHIBIT INDEX**

Exhibit 99.1: Notice of Annual Meeting of Shareholders and Proxy Statement.

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