

VEECO INSTRUMENTS INC
 Form 4
 November 06, 2013

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

OMB APPROVAL
 OMB Number: 3235-0287
 Expires: January 31, 2015
 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 *
 Collingwood Peter

2. Issuer Name and Ticker or Trading Symbol
 VEECO INSTRUMENTS INC
 [VECO]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 SVP WW Sales & Field Service

(Last) (First) (Middle)
 VEECO INSTRUMENTS
 INC., TERMINAL DRIVE
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 11/04/2013

PLAINVIEW, NY 11803

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

(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	11/04/2013		M	1,167 ⁽¹⁾ A \$ 0	19,905	D	
Common Stock	11/04/2013		F	280 ⁽²⁾ D \$ 29.32	19,625	D	
Common Stock	11/04/2013		M	3,334 ⁽¹⁾ A \$ 0	22,959	D	
Common Stock	11/04/2013		F	800 ⁽²⁾ D \$ 29.32	22,159	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)

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)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
Restricted Stock Unit	\$ 0 ⁽³⁾	11/04/2013		M	1,167	⁽³⁾ / ⁽³⁾	common stock	1,167 \$ 0
Restricted Stock Unit	\$ 0 ⁽⁴⁾	11/04/2013		M	3,334	⁽⁴⁾ / ⁽⁴⁾	common stock	3,334 \$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Collingwood Peter VEECO INSTRUMENTS INC. TERMINAL DRIVE PLAINVIEW, NY 11803			SVP WW Sales & Field Service	

Signatures

Gregory A. Robbins,
Attorney-in-fact

11/06/2013

__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) Each restricted stock unit represents a contingent right to receive, at settlement, one share of Veeco common stock. This transaction represents the settlement of vested restricted stock units in shares of common stock.
 - (2) Represents securities surrendered to Veeco to satisfy tax withholding obligations due upon the vesting of restricted stock units.
 - (3) This restricted stock unit award was granted on June 11, 2010 and vests with respect to 1/3 of such shares on each of the second, third and fourth anniversaries of the date of grant. Vested shares will be delivered to the reporting person on the vesting date. The vesting of the

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award scheduled to vest in June 2013 was delayed until November 4, 2013 due to Veeco's accounting review and Veeco's inability to file its 2012 annual report on Form 10K with the SEC until November 4, 2013.

- (4) This restricted stock unit award was granted on June 18, 2009 and vests with respect to 1/3 of such shares on each of the second, third and fourth anniversaries of the date of grant. Vested shares will be delivered to the reporting person on the vesting date. The vesting of the award scheduled to vest in June 2013 was delayed until November 4, 2013 due to Veeco's accounting review and Veeco's inability to file its 2012 annual report on Form 10K with the SEC until November 4, 2013.

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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