

VEECO INSTRUMENTS INC
 Form 3
 August 01, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * Oates Robert P (Last) (First) (Middle)	2. Date of Event Requiring Statement (Month/Day/Year) 07/21/2005	3. Issuer Name and Ticker or Trading Symbol VEECO INSTRUMENTS INC [VECO]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SR VP/GM Ion Beam Grp.	5. If Amendment, Date Original Filed(Month/Day/Year)
VEECO INSTRUMENTS INC., 100 SUNNYSIDE BOULEVARD, SUITE B (Street)				
WOODBURY, NY 11797 (City) (State) (Zip)				

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, \$.01 par value	1,785	D	^

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock option granted 6/15/1998	Â (1)	06/14/2008	Common stock	3,334	\$ 24	D	Â
Stock option granted 6/23/1999	Â (1)	06/22/2009	Common stock	5,334	\$ 29.81	D	Â
Stock option granted 5/23/2000	Â (1)	05/22/2007	Common stock	8,000	\$ 43.75	D	Â
Stock option granted 4/1/2003	Â (1)(2)	03/31/2005	Common stock	10,000	\$ 15.48	D	Â
Stock option granted 7/28/04	Â (1)(2)	07/27/2011	Common stock	30,000	\$ 21.36	D	Â
Stock option granted 9/15/04	Â (1)	09/14/2011	Common stock	15,000	\$ 21.84	D	Â
Stock option granted 6/17/05	Â (3)	06/16/2012	Common stock	30,000	\$ 16.56	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Oates Robert P VEECO INSTRUMENTS INC. 100 SUNNYSIDE BOULEVARD, SUITE B WOODBURY, NY 11797	Â	Â	Â SR VP/GM Ion Beam Grp.	Â

Signatures

Gregory A. Robbins,
Attorney-in-fact

08/01/2005

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Option becomes exercisable in 33 1/3% increments on the first, second and third anniversaries of the grant date.

On 4/12/05, the Compensation Committee of Veeco's Board of Directors approved the acceleration of vesting of unvested stock options granted prior to 9/1/04 having an exercise price greater than \$15.26, the closing price of Veeco's common stock on the last trading day before the Committee approved the acceleration. As a result, all of these options became immediately exercisable.

(3) 100% of this option grant is exercisable on 12/17/05, the six-month anniversary of the date of the option grant. Shares underlying the option are restricted from transfer, with the restriction lapsing on the second anniversary of the date of the option grant (6/17/07).

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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