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NANOMETRICS INC
Form 8-K
February 19, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): FEBRUARY 19, 2004

NANOMETRICS INCORPORATED

(Exact name of registrant as specified in its charter)

California	0-13470	94-2276314
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(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

1550 Buckeye Drive, Milpitas, California	95035
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(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code (408) 435-9600

N/a

(Former name or former address, if changed since last report)

Item 7. Financial Statements and Exhibits

(c) Exhibits

- 99.1 Press Release, dated February 19, 2004, announcing registrant's fourth quarter financial results.

Item 9. Regulation FD Disclosure

The information under this Item 9 is also being furnished pursuant Item 12 of Form 8-K.

On February 19, 2004, the registrant issued an earnings release, the text of which is set forth in Exhibit 99.1 attached hereto and is being furnished pursuant to Item 12 of this Form 8-K.

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SIGNATURE

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 hereunto duly authorized.

NANOMETRICS INCORPORATED

/s/ Paul B. Nolan

Paul B. Nolan
Chief Financial Officer
February 19, 2004

EXHIBIT INDEX

Exhibit No. -----	Description -----
99.1	Press Release, dated February 19, 2004, announcing registrant's fourth quarter financial results.