

VEECO INSTRUMENTS INC  
 Form 4  
 September 08, 2014

**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)  
 09/04/2014

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 Price		
Common Stock	09/04/2014		M		25,800 (1) \$ 34.13	A	32,785 D
Common Stock	09/04/2014		M		13,333 (1) \$ 33	A	46,118 D
Common Stock	09/04/2014		F		38,276 (4) \$ 34.86	D	7,842 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)

displays a currently valid OMB control 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)	8. Amount or Number of Shares
Stock Option (right to purchase)	\$ 34.13	09/04/2014		M	25,800	<u>(2)</u> 06/10/2020	common stock	25,800
Stock Option (right to purchase)	\$ 33	09/04/2014		M	13,333	<u>(3)</u> 05/24/2022	common stock	13,333

## 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

09/08/2014

\_\_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) As previously disclosed in a Current Report on Form 8-K filed with the SEC on August 25, 2014, Mr. Collingwood has notified the Issuer of his intention to resign to pursue an employment opportunity based in the United Kingdom, where he resides. His last day will be September 19, 2014. These options would expire if not exercised on or before such date.

(2) The option was granted on June 11, 2010 and became exercisable with respect to 1/3 of such shares on each of the first, second and third anniversaries of the date of grant.

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- (3) The option was granted on May 25, 2012 and became exercisable with respect to 1/3 of such shares on each of the first, second and third anniversaries of the date of grant.
- (4) Represents securities surrendered to Veeco to pay the option exercise price and to satisfy tax withholding obligations due upon the exercise.

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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