

VEECO INSTRUMENTS INC  
Form 8-K  
November 30, 2012

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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

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Date of Report (Date of earliest event reported): **November 26, 2012**

**VEECO INSTRUMENTS INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-16244**  
(Commission  
File Number)

**11-2989601**  
(IRS Employer  
Identification No.)

**Terminal Drive, Plainview, New York 11803**

(Address of principal executive offices)

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**(516) 677-0200**

(Registrant's telephone number, including area code)

**Not applicable**

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.**

Veeco Instruments Inc. ( Veeco or the Company ) announced today that, on November 26, 2012, it received a letter from The NASDAQ Stock Market LLC ( NASDAQ ) notifying the Company that it is not in compliance with the continued listing requirements of NASDAQ Listing Rule 5250(c)(1) because its Quarterly Report on Form 10-Q for the quarter ended September 30, 2012 was not filed on a timely basis with the Securities and Exchange Commission ( SEC ) and has not yet been filed.

NASDAQ Listing Rule 5250(c)(1) requires the Company to timely file all required periodic financial reports with the SEC. The NASDAQ letter notes that Veeco is required to submit a plan to regain compliance with NASDAQ's filing requirements for continued listing by January 22, 2013. Upon acceptance of the Company's compliance plan, NASDAQ is permitted to grant an extension of up to 180 days from the Form 10-Q's filing due date for the Company to regain compliance with NASDAQ's requirements for continued listing. The Company fully intends to submit a plan by January 22, 2013 to regain compliance with NASDAQ's listing rules.

A copy of the press release disclosing the Company's receipt of the NASDAQ notification letter is furnished as Exhibit 99.1 to this report.

**Item 9.01 Financial Statements and Exhibits.**

(d) *Exhibits.*

| Exhibit | Description                                           |
|---------|-------------------------------------------------------|
| 99.1    | Press release issued by Veeco dated November 30, 2012 |

The information in this report, including the exhibit, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or otherwise subject to the liabilities under that Section, nor shall this information or these exhibits be deemed to be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

**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 hereunto duly authorized.

November 30, 2012

**VEECO INSTRUMENTS INC.**

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|        |                                           |
|--------|-------------------------------------------|
| By:    | /s/ Gregory A. Robbins                    |
| Name:  | Gregory A. Robbins                        |
| Title: | Senior Vice President and General Counsel |

**EXHIBIT INDEX**

| <b>Exhibit</b> | <b>Description</b>                                    |
|----------------|-------------------------------------------------------|
| 99.1           | Press release issued by Veeco dated November 30, 2012 |