FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
KIERNAN JOHN P (Last) (First) (Middle) **VEECO INSTRUMENTS INC.,, TERMINAL DRIVE** (Street) **PLAINVIEW, NY 11803** (City) (State) (Zip)	**VEECO INSTRUMENTS INC [VECO]** 3. Date of Earliest Transaction (MM/DD/YYYY) **6/14/2016** 4. If Amendment, Date Original Filed (MM/DD/YYYY)	____ Director ____ 10% Owner __ **X** __ Officer (give title below) ____ Other (specify below) **SVP Fin, Corp. Cntlr. & Treas.** 6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit	**$0**	**6/14/2016**		**A**		**6480** (1)		(1)	(1)	**Common Stock**	**6480** (1)	**$0**	**6480** (1)	**D**	
Restricted Stock Unit	**$0**	**6/14/2016**		**A**		**6220** (2)		(2)	(2)	**Common Stock**	**6220** (2)	**$0**	**6220** (2)	**D**	
Restricted Stock Unit	**$0**	**6/14/2016**		**A**		**4240** (3)		(3)	(3)	**Common Stock**	**4240** (3)	**$0**	**4240** (3)	**D**	

Explanation of Responses:

(1) Reflects performance-based restricted stock units (PRSUs) granted under the Veeco 2010 Stock Incentive Plan. Each PRSU represents the contingent right to receive one share of Veeco common stock, assuming achievement of the performance criteria by the date corresponding to 100% performance achievement (the "target date"), as specified in the award agreement. If the criteria are achieved prior to the target date, then up to 150% of the shares covered by the award may be earned. If the criteria are achieved after the target date, but still within the designated period, then fewer than 100% of the shares may be earned. If the criteria are not achieved by the specified deadline, then the award will be forfeited. Vested shares will be delivered to the reporting person on the date(s) provided in the award agreement, subject to the reporting person's continued service over the later of: (i) three years from the grant date or, (ii) the date on which the target is achieved.

(2) Reflects restricted stock units (RSUs) granted under the Veeco 2010 Stock Incentive Plan. Each RSU represents the right to receive one share of Veeco common stock, subject to certain restrictions. These restrictions will lapse with respect to 1/4 of such shares on each of the first, second, third and fourth anniversaries of the date of grant, subject to the reporting person's continued service through such date.

(3) Reflects performance-based restricted stock units (PRSUs) granted under the Veeco 2010 Stock Incentive Plan. Each PRSU represents the contingent right to receive one share of Veeco common stock, assuming achievement of the performance criteria as specified in the award agreement. If the criteria are achieved by the end of the performance period then up to 100% of the shares covered by the award may be earned. If the criteria are not achieved by the end of the performance period, then the award will be forfeited. Assuming the criteria have been met, vested shares will be delivered to the reporting person on the date(s) provided in the award agreement, subject to the reporting person's continued service over the performance period ending on June 30, 2017.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KIERNAN JOHN P **VEECO INSTRUMENTS INC.,** **TERMINAL DRIVE**			**SVP Fin, Corp. Cntlr. & Treas.**	

PLAINVIEW, NY 11803				

Signatures

Gregory A. Robbins, Attorney-in-fact	**6/16/2016**
** Signature of Reporting Person	Date

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

***** 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.