

# VEECO INSTRUMENTS INC

Reported by  
**MARTINEZ ANTHONY L**

## FORM 3/A

(Amended Statement of Beneficial Ownership)

Filed 01/14/05 for the Period Ending 01/14/05

Address	TERMINAL DRIVE PLAINVIEW, NY 11803
Telephone	516 677-0200
CIK	0000103145
Symbol	VECO
SIC Code	3559 - Special Industry Machinery, Not Elsewhere Classified
Industry	Semiconductors
Sector	Technology
Fiscal Year	12/31

# FORM 3

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

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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

1. Name and Address of Reporting Person *  <b>MARTINEZ ANTHONY L</b>	2. Date of Event Requiring Statement (MM/DD/YYYY) <b>1/14/2005</b>	3. Issuer Name <b>and</b> Ticker or Trading Symbol  <b>VEECO INSTRUMENTS INC [VECO]</b>
(Last) (First) (Middle)  <b>VEECO INSTRUMENTS INC., 100 SUNNYSIDE BOULEVARD, SUITE B</b>	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input type="checkbox"/> Director <span style="margin-left: 150px;"><input type="checkbox"/> 10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="margin-left: 100px;"><input type="checkbox"/> Other (specify below)</span> <b>Sr VP, Metrology /</b>	
(Street)  <b>WOODBURY, NY 11797</b>  (City) (State) (Zip)	5. If Amendment, Date Original Filed (MM/DD/YYYY)  <b>3/12/2004</b>	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)
<b>Common Stock, \$0.01 par value</b>	<b>3701 (1)</b>	<b>D</b>	

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>Stock option granted 10/28/97</b>	<b>(2)</b>	<b>10/27/2007</b>	<b>Common stock</b>	<b>1667</b>	<b>\$38.50</b>	<b>D</b>	
<b>Stock option granted 6/15/98</b>	<b>(2)</b>	<b>6/14/2008</b>	<b>Common stock</b>	<b>1667</b>	<b>\$24.00</b>	<b>D</b>	
<b>Stock option granted 6/23/99</b>	<b>(2)</b>	<b>6/22/2009</b>	<b>Common stock</b>	<b>6500</b>	<b>\$29.8125</b>	<b>D</b>	
<b>Stock option granted 5/23/00</b>	<b>(2)</b>	<b>5/22/2007</b>	<b>Common stock</b>	<b>5000</b>	<b>\$43.75</b>	<b>D</b>	
			<b>Common</b>				

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership  (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>Stock option granted 7/20/01</b>	(2)	<b>7/19/2008</b>	<b>stock</b>	<b>4000</b>	<b>\$34.05</b>	<b>D</b>	
<b>Stock option granted 6/25/02</b>	(2)	<b>6/24/2009</b>	<b>Common stock</b>	<b>5000</b>	<b>\$21.68</b>	<b>D</b>	
<b>Stock option granted 7/1/02</b>	(2)	<b>6/30/2009</b>	<b>Common stock</b>	<b>15000</b>	<b>\$23.11</b>	<b>D</b>	
<b>Stock option granted 4/1/03</b>	(2)	<b>3/31/2010</b>	<b>Common stock</b>	<b>14000</b>	<b>\$15.48</b>	<b>D</b>	

**Explanation of Responses:**

- (1) Originally reported (erroneously) as 4158 shares.
- (2) Option becomes exercisable in 33 1/3% increments on the first, second and third anniversaries of the grant date.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>MARTINEZ ANTHONY L VEECO INSTRUMENTS INC. 100 SUNNYSIDE BOULEVARD, SUITE B  WOODBURY, NY 11797</b>			<b>Sr VP, Metrology</b>	

**Signatures**

**Gregory A. Robbins, Attorney-in-fact**

**1/14/2005**

\*\* 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 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).

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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