

VEECO INSTRUMENTS INC

FORM 8-K (Current report filing)

Filed 10/27/05 for the Period Ending 10/27/05

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

VEECO INSTRUMENTS INC

FORM 8-K

(Unscheduled Material Events)

Filed 10/27/2005 For Period Ending 10/27/2005

Address TERMINAL DR

PLAINVIEW, New York 11803

Telephone 516-349-8300 CIK 0000103145

Industry Semiconductors

Sector Technology

Fiscal Year 12/31

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): October 27, 2005

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.)

100 Sunnyside Boulevard, Suite B, Woodbury, New York 11797

(Address of principal executive offices, including zip code)

(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
unde	er 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))

Section 7 - Regulation FD

Item 7.01 Regulation FD Disclosure.

Veeco Instruments Inc. ("Veeco") plans to attend certain investor meetings hosted by Prudential Equipment Group on October 27, 2005. A copy of Veeco's presentation for these meetings is furnished as Exhibit 99.1 to this report and will be available on Veeco's website (www.veeco.com) prior to or simultaneously with the first of these meetings.

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 it 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.

Section 9 - Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

Description
 Veeco's Instruments Inc. - Prudential Equity Group Technology Meeting Presentation dated October 27, 2005.

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.

VEECO INSTRUMENTS INC.

October 27, 2005 By: /s/ Gregory A. Robbins

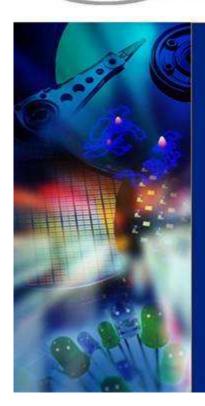
Gregory A. Robbins

Vice President and General Counsel

Veeco's Instruments Inc. - Prudential Equity Group Technology Meeting Presentation dated October 27, 2005.

3



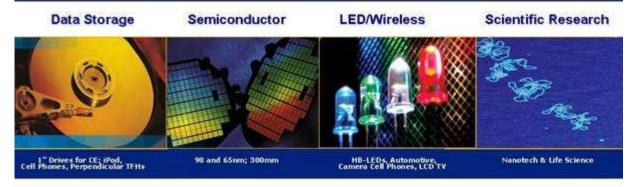


PRUDENTIAL EQUITY GROUP TECHNOLOGY MEETING

OCTOBER 27, 2005

ED BRAUN CHAIRMAN AND CEO

VEECO PROVIDES ENABLING TECHNOLOGY IN PROCESS EQUIPMENT AND METROLOGY FOR MULTIPLE GROWTH MARKETS



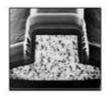


102785 PRUDENTIAL TECH NYC

2

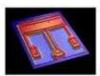
VEECO LEVERAGES CORE TECHNOLOGIES IN GROWTH MARKETS

WE PROVIDE "KEY TECHNOLOGIES" FOR HIGH GROWTH/ EMERGING OPPORTUNITIES



ADD MATERIAL (DEPOSITION)

- · Ion Beam Deposition (IBD)
- · Physical Vapor Deposition (PVD)
- · Molecular Beam Epitaxy (MBE)
- Diamond-Like Coating: (DLC)
- Metal Organic CVD (MOCVD)



REMOVE MATERIAL

- · Ion Beam Etch (IBE)
- · Reactive Ion Beam Etch (RIBE)
- · Precision Lapping/Slicing



IMAGE, MEASURE & MONITOR

- · Atomic Force Microscopy (AFM)
- · Scanning Probe Microscopy (SPM)
- Stylus Profilers
- Optical Profilers
- Interferometers
- · Quasi-static Magnetic Measurements

2004 REVENUE (\$390M; UP 40%) 9 MONTHS 2005 REVENUE \$297M UP 3% **EBITA UP 62%** Scientific Research 28% Semiconductor 16% **Data Storage** Wireless 41% 15% % of Veeco Revenue Multiple markets provide stable growth ... Broader opportunities than silicon semiconductor ...2005 Growth in Data Storage and

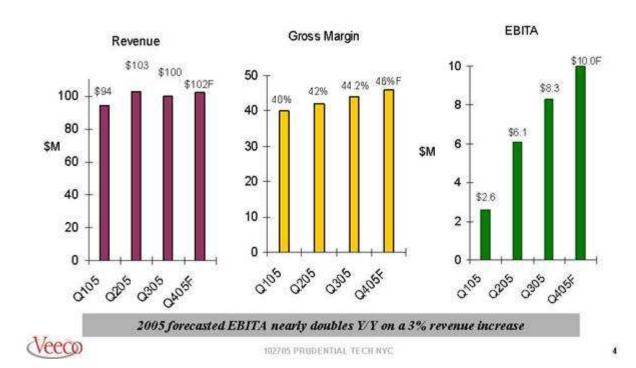
Semiconductor

MARKETS WE SERVE ...

102705 PRUDENTIAL TECHNYC

3

FOCUS ON PROFITABILITY... GROSS MARGIN AND EBITA IMPROVE 2% PTS. EACH QUARTER OF 2005



ENABLING SOLUTIONS ADDRESS COMMON CHALLENGES ACROSS MULTIPLE END-MARKETS

Core leadership technologies, capable of R&D and manufacturing **Process Equipment** applications, key to multi-market **Enabling Solutions** · Ion Beam Etch & Deposition penetration · Physical Vapor Deposition · Molecular Beam Epitaxy Scientific · Metal Organic CVD **Data Storage** Research · Diamond-Like Carbon Technology solutions for R&D and production . Lapping, Dicing & Slicing challenges Metrology Smaller geometries Automated Atomic Force Newl difficult Microscopes materials Higher performance · Research AFMs and SPMs Lower costs · Stylus Profilers/Optical = DIAIA Interferometers

Veeco

Link to searchable text of slide shown above

102785 PRUDENTIAL TECH NYC

5

VEECO INVESTMENT THEMES

- In the post PC era... handheld wireless/mobility and connectivity are
 the next market "driver"... the convergence of microdrives, HB-LEDs,
 color displays, and wireless technology will enable a wave of new high
 volume, digital consumer electronics for mass markets... "Miniature" hard
 drives are a significant enabler
- High cell phone penetration..1.5B units now...3B units by 2009...are a model base for new video, text messaging, music applications... bringing the desktop PC experience to a new class of handheld devices
- Veeco's diverse market strategy and product technology mix allows us a broader customer base than most other semi equipment companies
- Veeco well-positioned to benefit from growth in "converging" data storage, semiconductor, HB-LED display opportunities... based on Veeco's core technologies



102705 PRUDENTIAL TECHNYC

Link to searchable text of slide shown above

6

VEECO SERVES INDUSTRY LEADERS IN MULTIPLE MARKETS

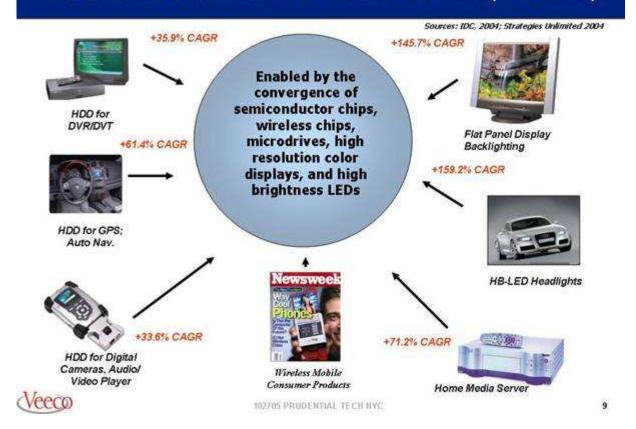


THE NEXT BIG GROWTH OPPORTUNITY

...beyond the PC...wireless mobility and connectivity...a new class of technology products



DRAMATIC CONSUMER PRODUCT GROWTH (CG'04-'08)



NEW CONSUMER ELECTRONICS BASED ON MICRODRIVE, HB LED, COLOR DISPLAY TECHNOLOGY... consumer electronics manufacturers continue to select hard drives for high capacity video applications

Apple launches new video iPod w/30G HDD



Samsung introduces new Smart Phone with 3G HDD

HP new photo printer with HDD





Hard Drives offer a 20:1 cost advantage over flash at higher capacity storage levels



102705 PRUDENTIAL TE

10



VEECO'S 2005 FINANCIAL MODEL

Updated 10/24/05

- > Revenue (by Business Segment)
- Gross Margin
- > Profitability

THE 2005 REVENUE MODEL by Business Segment

PROJECTED REVENUE/PRODUCT MIX CHANGE FOR 2005 (updated 10/24/05)

	Orig	inal Guidance ()	lanuary '05)		CURRENT 2005	
	2004	2005 CHANGE	2005 RANGE	DRIVEN BY	FORECAST (10/24/05)	
Ion Beam and Mechanical Equipment (IBE/IBD/Slider)	\$134M	+15% TO +18%	\$154M TO \$158M	Strong Consumer Electronics Data Storage Growth	\$160M +19%	
Epitaxial Equipment (MOCVD/MBE)	\$93M	-24% TO -27%	\$68M TO \$71M	2005 LED industry decline	\$60M -36%	
Metrology (Auto AFM/Research AFM and Optical)	\$163M	+3% TO +5%	\$168M TO \$171M	Growth in Auto AFM (up 25%) and Optical Metrology	\$180M +10%	
Total	\$390M		\$390M TO \$400M	Overall Veeco up ~3%	\$400M +3% IN LINE WITH PLAN	

Revenue mix change favors Veeco's higher gross margin products (Ion Beam and Metrology)



102705 PRUDENTIAL TECH NYC

12

THE GROSS MARGIN MODEL 2005 (updated 10/24/05)

IMPROVED GROSS MARGINS IN EACH BUSINESS SEGMENT

	'04 YEAR	05 QUARTERLY INCREASE	'05 YEAR
ion Beam and Mechanical Equipment (IBE/IBD/Slider)	34%	36% 44%	42%
Epitaxial Equipment (MOCVD/MBE)	23%	25% → 33%	30%
Metrology (Auto AFM/Research AFM and Optical)	52%	52% → 55%	53%
Total	38.9%	40% 46%	43%- 44%

CURRENT Q4 FORECAS T	*CURRENT 2005 YEAR FORECAST	PRELIM. 2006 TARGET		
44%	42%	44%-46%		
24%	20%	35%-40%		
54%	52%	53%-55%		
IN LIME 46%	WITH PLAN 43%-44%	47-48%		

Overall Veeco performance in line; helped by strong Ion Beam and Metrology revenue and gross margin growth

MOCVD improvements (GaNzilla II) will appear in Q1/Q2 '06



102705 PRUDENTIAL TECH NYC

13

In Q3, 90% of Veeco revenue had a 47% GM (MOCVD lagging)

IMPROVE GROSS MARGINS 2% PER QUARTER

	Q1	Q2	Q3	Q4	2005 YR	2004 YR	As a result of Gross
Sales	100%	100%	100%	100%	100%	100%	Margin and EBITA growth in each of the
Gross Margin	40%	42%	44%	46%	44%	40%	last 3 quarters, our 9 months
Operating Expenses	37%	37%	36%	36%	36%	36%	EBITA is up 62% on relatively flat revenue
EBITA	3% 2.8% Actual	6% Actual	8% 8.2% Actual	10% Forecast	\$25M-\$27M 7%-8% Forecast	\$13.9M 4% Actual	Forecasted EBITA nearly doubles ('05 vs. '04)

Quarterly profitability improves consistent with original profit growth initiative



102785 PRUDENTIAL TECHNYC

14



DATA STORAGE... growth continues, Q3 revenue \$50M, up 85% Y/Y; up 6% sequentially

- Digital consumer electronics will continue to drive growth in the HDD industry over the next several years... CE forecasted to grow 39%/year through 2008... Sub 1.8" drives to penetrate
 - set top boxes (DVR/DTV)
 - digital cameras/cell phones (could be 100 million drives); Both Nokia and Samsung introducing hard drive cell phones
 - information appliances
 - "pocket" drives (carry your life/medical history)
 - automotive GPS
- Continued proliferation of new consumer drive products...approaching 40GB microdrives and 1TB desktop
- Overall industry drive revenue forecasted to grow > 20% in 2005 (consumer applications)
- Heads per drive are increasing with 2005 forecasted growth (up 20%) to 900 million heads from 740 million in 2004
- Veeco's increased breadth of technology provides strategic value to our customers... (8) new product introductions include ALD/PVD/DLC/next generation slider mechanical processing... all revenue in 2006

Veeco

102785 PRUDENTIAL TECH NYC

16

DATA STORAGE... growth continues, Q3 revenue \$50M, up 85% Y/Y; up 6% sequentially

- Veeco Q3 Data Storage orders \$33.6M, up 78% from Q304, down 44% sequentially;
 9 months orders \$139.2M, up 54%
- Q3 included multi-million dollar orders from all (5) WW TFMH manufacturers including lon Beam Etch/Deposition, AFM and Optical Metrology. 2nd Auto AFM ordered in Data Storage
- Expect 2005 orders of \$180M to be up 40% Y/Y...additional growth expected in 2006, reflecting further penetration of consumer drives (PVR/DVR set top boxes, information appliances, video iPods, etc)
- Veeco Ion Beam 2005 revenue expected to increase to \$141M, up 24%, at 45% GM, 16% EBITA
- 2006 Data Storage spending to be a combination of capacity (CE growth) and new technology (perpendicular recording, femto heads, conversion to 200nm wafer size, and increased areal density to differentiate HDD vs flash)
- Veeco Auto AFM now penetrating tighter tolerance data storage wafer applications (3 systems ordered in '05)



102705 PRUDENTIAL TECH NYC

17

DATA STORAGE-MULTI YEAR INVESTMENT IN CAPACITY AND NEW TECHNOLOGY... provides Veeco with continued growth

15% Industry Growth Forecasted for HDD Industry Through 2007

	2003	2004	2005	2006	2007	'04-'09 CG
Industry HDD Production Growth (units M)	250	306 17%	373 22%	426 14%	475 1196	15%
Industry HDD Revenue Growth (\$8)	22.0	23.0 4%	27.3 18.6%	30.2 10.9%	33.3 10%	11.7%

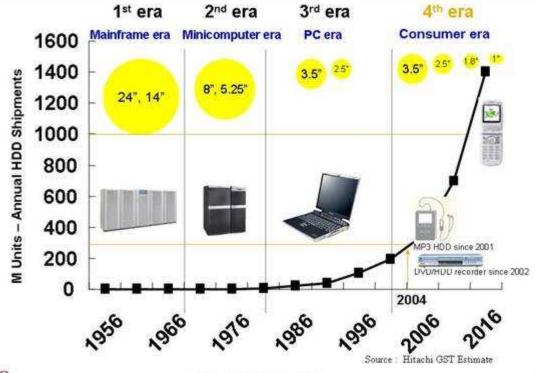
Veeco Data Storage Revenue (\$M)	\$90.6M	\$123.9M	\$175M F	\$200M F	\$230M F	'04-'0		
Growth	-69b	+36%	+4196	+10- +15%	7000 CONTRACTOR			
Market conditions	No areal density investment	Areal Density Growth 30% per year GMR	Consumer Electronics with embedded storage (1" drive) Higher areal density	-Perpendicular recording ('07 in manufacturing) -Femto sliders -I' dia drives -Transition to 200nm wafers				
New Products	product anno				IBE/IBD/DLC	New Slider Tools (saws/lapping) New PVD/ALD deposition Advanced Netrology Auto AFM		



102785 PRUDENTIAL TECHNYC

18

CONSUMER APPLICATIONS ENABLE EXPONENTIAL HARD DRIVE GROWTH... unit growth to double and triple



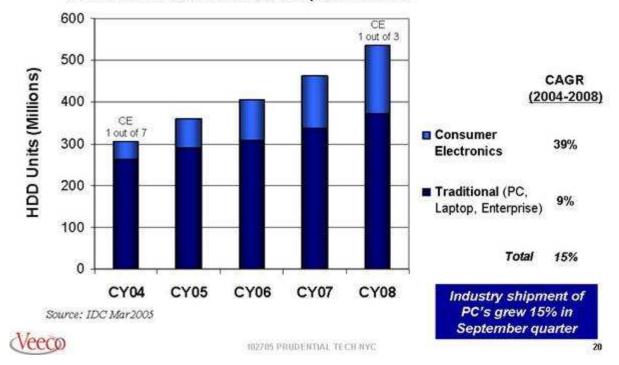
Veeco

102705 PRUDENTIAL TECH NYC

19

DATA STORAGE HARD DRIVE GROWTH CONSUMER ELECTRONICS ADOPTION

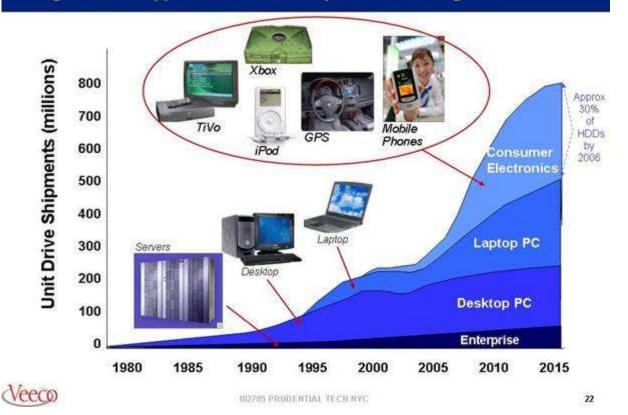
Growth in CE and traditional computer markets



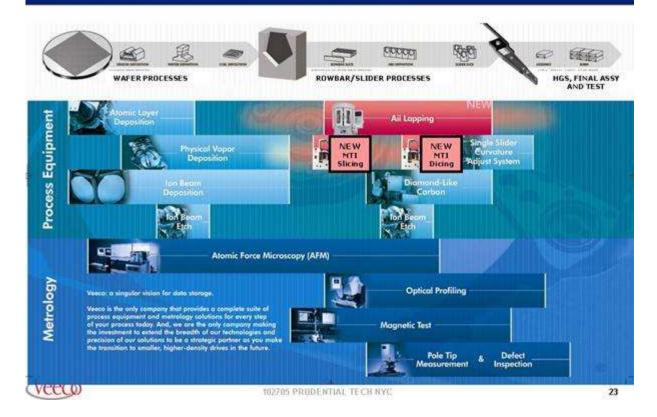
DATA STORAGE HOME OF THE (NEAR) FUTURE



DATA STORAGE...Hard Disk Drive Unit Growth...Consumer Electronics Segment Will Approach Size Of Computer Market Segment



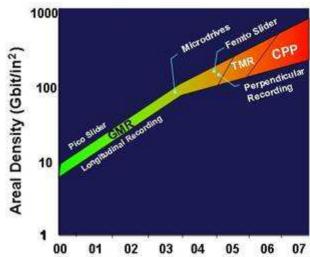
VEECO: A STRATEGIC PARTNER TO TFMH SUPPLIERS...IN EVERY STEP OF THE MANUFACTURING PROCESS



Link to searchable text of slide shown above

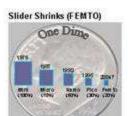
UNPRECEDENTED TECHNOLOGY AND FORM FACTOR CHANGES OCCURRING SIMULTANEOUSLY

TFMH Technology Changes Drive Capital Equipment Growth

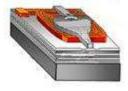


Areal density roadmap increases (50%) per year toward CPP (perpendicular recording) capable of 1 Terabit/in² (2008)...will require new manufacturing technology

Microdrives



Perpendicular Recording Development

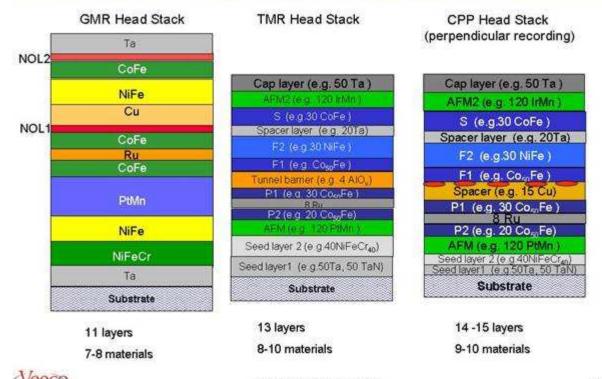


Veeco

102785 PRUDENTIAL TECH NYC

24

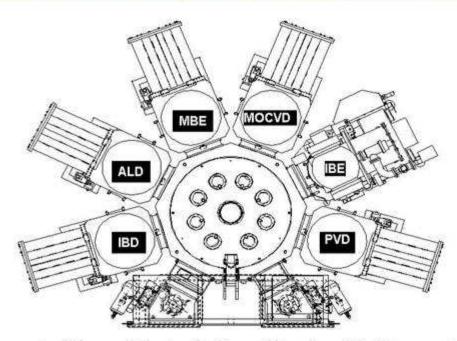
NEXT GENERATION THIN FILM HEAD STACKS... demand new materials, thinner films and tighter interfaces



102785 PRUDENTIAL TECH NYC

25

VEECO'S BROAD RANGE OF PROCESS TECHNOLOGIES WILL ENABLE NEXT GENERATION DATA STORAGE TFMH PRODUCTION



Conceptual Veeco "Cluster Tool" combines breadth of process technologies



102785 PRUDENTIAL TECH NYC

26



IN SEMICONDUCTOR ...Q3 revenue \$12.2M, up 18% Y/Y; 9 months revenue \$46.5M, up 19%

- Despite our initial 2005 expectations of an industry-wide Semi Capex softening...we see continued world wide acceptance of our Auto AFM in Wafer Fabs for 90nm and 70nm, 300M applications
- Veeco Auto AFM 2005 revenue expected to reach \$50M, up 25% y/y, with 54% GM and 22% EBITA (2005 EBITA will triple y/y); Total Veeco AFM revenue expected to be \$129M (up 10%) with 20% EBITA
- In general, our AFM sales will be paced by leading edge 90/70 nm deployment in 2005
- KLA, a key competitor, has withdrawn their Auto AFM product (beta site units have been returned)
- Strong customer acceptance of Veeco's X1D and X3D AFM products for etch/CMP/lithography applications
- New interest in line edge roughness, side wall angle and litho CD control...at 90/70 nm nodes



102785 PRUDENTIAL TECH NYC

28

VEECO HAS PENETRATED KEY SEMICONDUCTOR CUSTOMER BASE (growth in foundries)

- IDMs
 - > Intel
 - Samsung
 - Micron
 - > IBM
 - Hynix
 - Toshiba
 - > ST Micro
 - > AMD
 - Infineon
 - > TI

- Foundries
 - > TSMC
 - > UMC
 - UMCi
 - > SMIC
 - Promos
 - Inotera

- · Tech. Dev. Centers
 - > IBM
 - > TSMC
 - > UMC
 - > AMD
 - > Infineon
 - Sematech
 - > Leti
 - Selete
 - > TI
 - > CNT

Veeco expanded applications support identifying new "AFM applications"

9 out of 10 Top Semi Customers use Veeco's AFM solutions

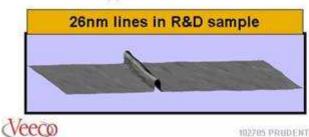


102785 PRUDENTIAL TECH NYC

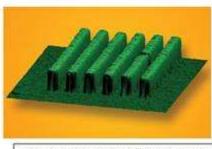
29

VEECO'S SEMICONDUCTOR OPPORTUNITY: SHRINKING DIMENSIONS REQUIRE 3D METROLOGY

- Veeco has the broadest line of 3D AFM non-destructive Metrology solutions
- Our goal is to be a step ahead of industry roadmap...90...65...45nm
- Top 10 semi device manufacturers have at least one AFM in line wafer fab - 300 systems installed...TAM 10 per fab
- Veeco tip development roadmap addresses leading edge 45nm and 25nm applications





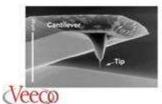


Veeco Dimension X3D and 65nm scan

102705 PRUDENTIAL TECHNYC

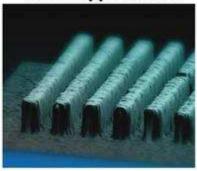
LEADING ATOMIC FORCE MICROSCOPE TIP TECHNOLOGY







Veeco tip development roadmap addresses leading edge 45nm and 25nm applications



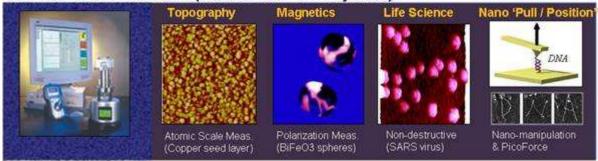
- Recent JDP with Leti and Team NanoTech for advanced tip development
- Next-gen tips required to meet industry roadmap and improve customers' CoO

102705 PRUDENTIAL TECH NYC

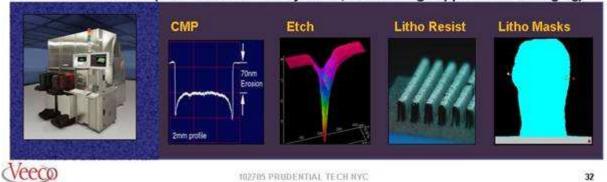
31

AFM APPLICATIONS 'LAB-TO-FAB'

RESEARCH & SCIENTIFIC (installed base >7000 systems)



PRODUCTION FAB (installed base >300 systems; Data Storage applications emerging)





Link to searchable text of slide shown above

LED/WIRELESS...Q3 revenue \$9.5M, down 73% appears to have bottomed; orders \$14.6M, up 10% sequentially

- Expected 2005 industry LED capex decline to be over 30% as 2004 equipment excess is absorbed
- Next LED growth wave...large area flat panel LCD TVs backlighting, automotive lighting and specialty architectural lighting expected in 2006
- The LED market is forecasted to double from \$3.5B to \$7.0B in the next 5 years driven by Blue/Green/White LED penetration evolving beyond keypad and color display backlighting
 - Large area LCD TV (Sony/Samsung/Philips announcing 20"/40" TV's)
 - Automotive tail light/turn signals/interior light, eventually headlights
 - Specialty lighting for buildings/bridges/museums/airports high resolution signs and eventually to general illumination in homes and offices penetrating the \$12B/year world-wide lighting business (2008 to 2010 timeframe)
- Veeco introduced new GaNzilla II (MOCVD tool) with improved reliability, uniformity and brightness (and improved gross margin)
- Veeco announces acceptance of first (2) new GaNzilla II systems:
 - One in Korea...LG
 - One in Taiiwan...HUGA
 - Both report improved uniformity (tighter binning) reliability, thruput and brightness
- GanZilla II technology also available as an upgrade kit to our large installed base of GaNzilla I's (60 systems)...high gross margins, \$500K upgrade kit

Veeco

102705 PRUDENTIAL TECH NYC

34

LEDS IN MOBILE PHONES...over 45 LED chips per phone ~670M phones sold in 2004

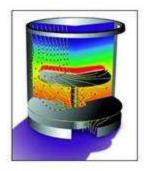
- ✓ Color LCD Display
- ✓ Camera Phone—Flash LED (camera phones will show rapid growth '04-'07)
- ✓ Mid-end using 11 LED, High-End using 24 LED



MOCVD - CRITICAL FIRST STEP FOR HB-LEDs

- The epitaxial structure continues to be the heart of the LED device
 - Controls color (wavelength)
 - Brightness (lumens output)
 - Electrical properties
- MOCVD is the enabling technology for epitaxial growth of HB-LEDs
 - Provides precise control of gas flows and composition for color control
 - Flexibility to engineer device designs for optimum brightness (light output)
- Veeco provides both MOCVD (GaN) and MBE (GaAs) solutions



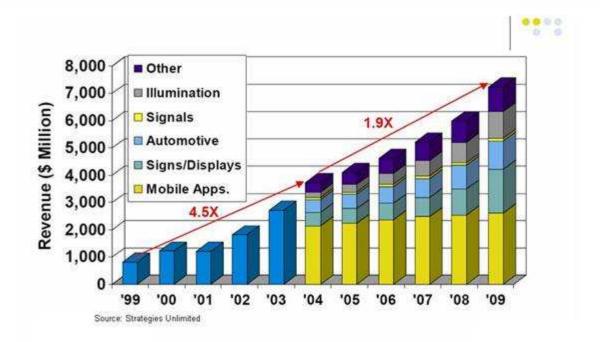




102705 PRUDENTIAL TECHNYC

36

LED FORECAST...GaN HB LED market continues to grow (22% CAGR '05 to '09)



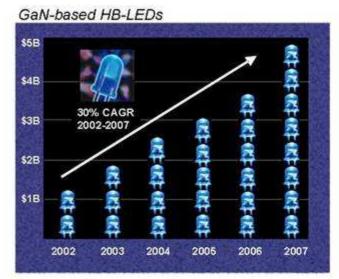


102705 PRUDENTIAL TECH NYC

Link to searchable text of slide shown above

37

HIGH BRIGHTNESS LIGHT EMITTING DIODES (HB-LEDS)



Primary Growth Demand

Application
General Illumination
Automobile Headlights
Large LCD Backlights
Mobile Phone Backlights



102785 PRUDENTIAL TECH NYC

38

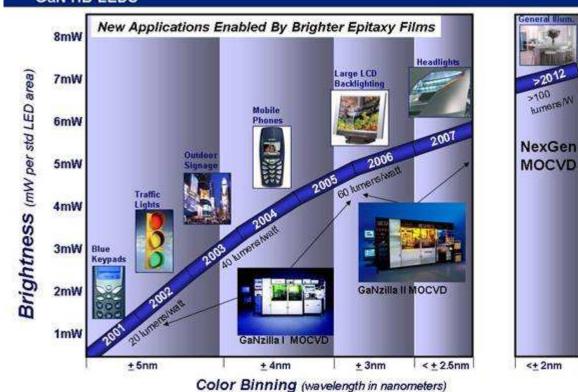
SOLID STATE LIGHTING GROWTH OPPORTUNITY Red, Green, Blue HB-LEDs >20% CAGR



Link to searchable text of slide shown above

39

EPITAXY ROADMAP... "BRIGHTNESS" DEFINES NEXT GENERATION VEECO MOCVD Gan HB-LEDS



GANZILLA II MOCVD VALUE PROPOSITION





	FEATURE	BENEFIT
12	New Flow Flange	Narrower Binning = Higher Yields
2.	Heater Filament	Improved Reliability
3.	Advanced controls	Improved Reliability
4.	PyroControl & RealtempTemp	Temp Stability = Higher Yields
5.	Automation	Increased thruput

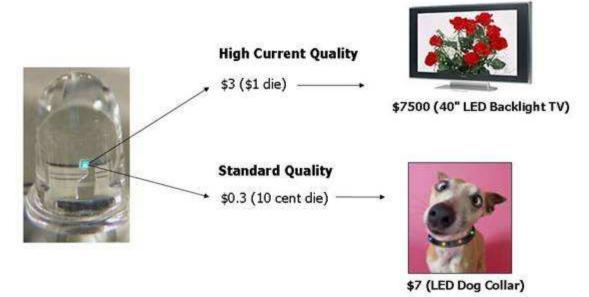
Value Proposition:

Superior Productivity from Higher Throughput and Narrower Device Binning

41

Link to searchable text of slide shown above

THE IMPORTANCE OF GaN EPI FILM QUALITY



Epitaxy film 'quality' and tighter "binning control" determines mix of high end LED and low price LED production



102705 PRUDENTIAL TECHNYC

42

KEY LED APPLICATIONS

Mobile Appliances Outdoor Signage LCD Backlighting Automotive Lighting General Illumination











Cell phones PDAs Flashlights

57% growth in LEDs for backlighting in 2004

Expected growth for white "flash" LED and other small displays Large displays Traffic signals Storefront lighting

Signage displays continue to become larger and more dynamic

Beijing 2008 Olympics driving adoption in China Flat Panel TVs Laptops Retail Display

Color rendering significantly higher than CCFL (100% NTSC)

Adopted for high-end TV units, will increase penetration as price falls Headlamps Dashboard Heads up displays

60 million light vehicles produced per year, only 40% use LEDs

Headlamps and DRL will be introduced as brightness continues to increase Interior lighting Industrial Event lighting

5% of LED market in 2004, growing fast

Flexibility of light quality and color drives novel applications

5-10 years before major adoption into general lighting



102705 PRUDENTIAL TECH NYC

43

VEECO'S KEY DIFFERENTIATION

Veeco provides integrated products and services throughout the product cycle

Deposition



Leading equipment for LED growth / processing

Highest throughput available Designed for mass production Metrology



Nanoscale measurement

Optimize surface morphology Brighter, more efficient LEDs **Process**



World-class applications laboratory

Refine material processes
Strategic collaboration opportunities

Veeco

102705 PRUDENTIAL TECH NYC

44

SOLID STATE LIGHTING TO PENETRATE \$12B GENERAL ILLUMINATION MARKET







Incandescent

Solid State Lighting



Satellite Composite Photo at Night



102705 PRUDENTIAL TECH NYC

45



VEECO'S SCIENTIFIC RESEARCH BUSINESS (approximately 100 Research AFMs per quarter)

Nanotechnology

- Nano Metrology
- · Nano Manipulation
- Nano Material



Materials Research

- Semiconductor
- · Future Data Storage
- Polymers



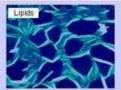


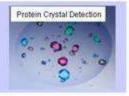


Life Sciences

- Living Cells
- DNA
- Proteomics









102705 PRUDENTIAL TECH NYC

47

SCIENTIFIC RESEARCH... Q3 revenue \$28.3M, up 11% Y/Y; up 12% sequentially...(orders \$25.1M, down 3% sequentially)

- Veeco initiates a new management focus in nanomaterial and life science instrumentation...to accelerate growth of our profitable "table top" AFM/Optical instrument business... beyond material science base
- Our nine months revenue for Research AFM/Optical is \$96M, up 7% at approximately 50% Gross Margin and 17% EBITA



102785 PRUDENTIAL TECHNYC

48

WHY THE FOCUS ON "NANO-BIO"?

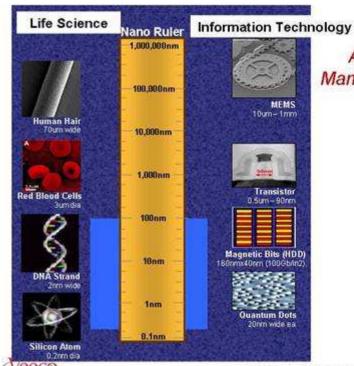
- Life Science Instrumentation is fastest growing portion of analytical instrumentation business
 - Forecasted to grow 29% CAGR from 2003-2008 (versus 6% overall for the analytical instrumentation market)
- Nanomaterials: \$35B market by 2020 (\$200M in 2002)
- Industry lacks nanoscale metrology standards: a key bottleneck in development and manufacturing of commercial nano and bio-materials
- Veeco believes that the "nano-bio" instrumentation market is a large growth opportunity – should surpass GNP, electronic industry and information technology growth rates – and we are aligning our new product development programs to this area



102785 PRUDENTIAL TECH NYC

49

NANOTECHNOLOGY "All The World's Industry Is In Its Path"



AFMs Image, Measure and Manipulate Nanoscale Structures



102705 PRUDENTIAL TECHNYC

50

NANOMATERIALS

- Nanomaterials: \$35B market by 2020 (\$200M in 2002)
- Industry lacks nanoscale metrology standards: a key bottleneck in development and manufacturing of commercial nanomaterials

Veeco and Dow receive a \$6M NIST/ ATP to Develop New Nanotechnology tools



102785 PRUDENTIAL TECHNYC

51

VEECO MULTI-MARKET GROWTH OPPORTUNITY

Data Storage Microdrive growth to enable new wireless consumer

products (iPod, MP3 players, camera/cell phones).

Development of next generation 160/200 GB

drives and advanced development of perpendicular heads for 2007. Industry to add capacity to double HDD

unit manufacturing in 3 years

Semiconductor Complete deployment of 90/65nm, 300mm (8-10 AFMs per

fab)

LED/Wireless New application opportunity for Blue/White LED's for

backlighting of color displays, handheld cameral cell phone, large area color displays, PDA, Wi Max, automotive, and

solid state lighting

Scientific Research Continued strength of research AFMs/SPMs, characterization

of new materials. Nanoscience emerges (life sciences,

material sciences, genomics)

The content of Veeco's enabling technologies increases in new consumer and nanotech applications

Veeco

102785 PRUDENTIAL TECHNYC

52



VEECO Q3 REVENUE; GROWTH IN DATA STORAGE AND SEMICONDUCTOR

 Q3 revenue \$100.1M, up 3% from prior year, down 3% sequentially from prior quarter, in line with guidance (\$95-105M)

Revenue by Market		Seq. vs Q205	y/Y vs Q304
Data Storage	\$ 50.1M (record level)	+6%	+85%
Semi	12.2M	-28%	+18%
LEDWireless	9.5M	-32%	-73%
Scientific Research	28.3M	+12%	+11%
Total	\$100.1M	-3%	+3%
VV increases in Data	Storage Semi Scientific		, account to

 Y/Y increases in Data Storage, Semi, Scientific Research

Q4 revenue guidance \$100-105M

Data Storage
Semiconductor
12%

LED/Wireless
Scientific
Research
28%

Q3 Revenue by Market



102785 PRUDENTIAL TECH NYC

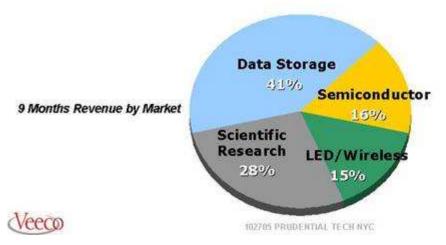
54

VEECO 9 MONTHS REVENUE

...double digit growth in Data Storage and Semi; decline in LED/Wireless

• 9 months revenue \$297.3M, up 3% Y/Y; Semiconductor and Data Storage increase

Data Storage	\$123.1M	up	31%
Semiconductor	46.5	up	19%
LED/Wireless	45.6	down	37%
Scientific Research	82.1	flat	
Total	\$297.3M	up	3%



Link to searchable text of slide shown above

..

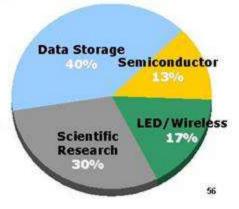
VEECO Q3 ORDERS

- Q3 orders \$84.6M, up 6% from prior year, down sequentially from strong prior quarter; below guidance (\$95-105M)
 - Our 6 months order rate of \$203M...more representative of current business conditions (\$100M/qtr)

Orders by market		60000	
Oracio Dy manaci		vs Q205	vs Q304
Data Storage	\$33.6M	-44%	+78%
Semi	11.3M	-41%	-29%
LEDWireless	14.6M	+10%	FLAT
Scientific Research	25.1M	-3%	-17%
Total	\$84.6M	-29%	+6%

- Book/Bill .84 to 1
- Seasonally weak September quarter in each of the last 5 years...in all cases Q4 orders improved
- Ending backlog ~131M
- Q4 order guidance \$90-100M

Q3 Orders by Market



(Q3 missing Ion Beam deposition sale)



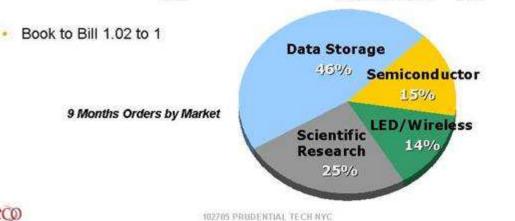
102785 PRUDENTIAL TECH NYC

VEECO 9 MONTHS ORDERS

9 months orders \$302M, down 6%; Strength in Data Storage

Orders by Market

Data Storage	\$139.2	up	54%
Semiconductor	44.7	down	7%
LED/Wireless	41.9	down	60%
Scientific Research	76.2	down	2%
Total	\$302.0N	1 down	6%



Link to searchable text of slide shown above

57

Q3 PROFITABILITY IMPROVEMENT... tracking Gross Margin and EBITA profit growth plan

- Q3 EBITA \$8.3M up 36% sequentially, up 10 times prior year Q304, in line with 2% per quarter improvement... to 8% of revenue
- 9 months EBITA \$16.9M, up 62% Y/Y
- EPS excluding amortization \$.14 vs. (\$.02) Q304
 - above \$.08 to \$.13 guidance
 - Above \$.12 street consensus
- GAAP EPS \$.05, in line with guidance...positive net income \$1.6M
- Gross Margin 44.2%, 2.2 GM points above Q2...in line with improvement plan, 8 GM points above prior year 36.4%
- Operating Expenses \$36M, down from prior quarter...in line with plan, 36% of revenue
- Cash flow was a positive \$2.3M for the quarter
- Balance Sheet cash increased to \$111.7M as of September 2005
- Accounts Receivable DSO's were 61 days
- Inventory decreased \$1.0M to \$99.5M



102705 PRUDENTIAL TECH NYC

58

STRONG VEECO BALANCE SHEET

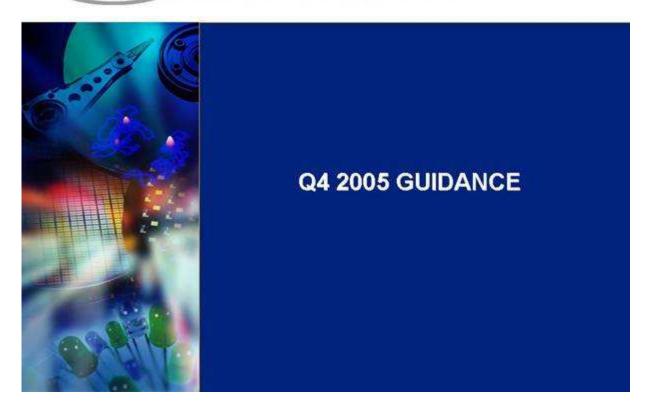
(\$ IN MILLIONS)

September 30, 2005	Dec. 31, 2004
\$ 111.7	\$100.3
221.8	216.8
70.4	73.5
566.1	576.9
229.3	229.6
\$ 246.4	\$ 252.4
	2005 \$ 111.7 221.8 70.4 566.1 229.3



102785 PRUDENTIAL TECHNYC

59



Q3 2005 GUIDANCE (as of 10/24/05)

- Q4 revenues to be in the range of \$100-105 million
- Q4 orders to be in the range of \$90-100 million
- Q4 2005 GAAP earnings in the range of \$0.03 to \$0.09 per share
- Q4 2005 non-GAAP (excluding amortization and revenue changes) earnings per diluted share are expected to be between \$0.13 and \$0.17 using a 35% tax rate



102785 PRUDENTIAL TECH NYC

61

SAFE HARBOR STATEMENT

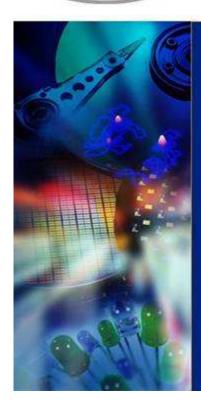
• To the extent that this presentation discusses expectations about market condition, market acceptance and future sales of Veeco's products, Veeco's future financial performance, or otherwise makes statements about the future, such statements are forward-looking and are subject to a number of risks and uncertainties that could cause actual results to differ materially from the statements made. These factors include the challenges of continuing weakness in end market conditions and the cyclical nature of the telecommunications/wireless, data storage, semiconductor and research markets, risks associated with integrating acquired businesses and the acceptance of new products by individual customers and by the marketplace and other factors discussed in the Business Description and Management's Discussion and Analysis sections of Veeco's Annual Report on Form 10-K, subsequent Quarterly Reports on Form 10-Q and current reports on Form 8-K.



102705 PRUDENTIAL TECHNYC

Link to searchable text of slide shown above

62



PRUDENTIAL EQUITY GROUP TECHNOLOGY MEETING

OCTOBER 27, 2005

ED BRAUN CHAIRMAN AND CEO

RECONCILIATION TABLE

	Three months ended September 30,		Guidance for three s December 31	
	_2005	2004	LowEnd	High End
Operating income	\$4,213	(\$3.542)	\$3,250	\$5,250
Amortzation expense	4,038	4,336	4,000	4.000
Restricting expense	OT.	0.9	1,000	1,000
Earnings excluding certain charges before intensit, income taxes and amortization ("EBITA")	8,251	794	8250	10.250
Interest expense, not	1,815	1793	2,000	2,000
Earnings excluding certain charges before income taxes	6,496	(999)	6250	8.250
Income tax provision at 35%	2,253 (1)	(350) (1)	2,188 (2)	2,888 (2)
Earnings excluding certain charges	\$4.92	(30:30)	\$4,060	\$5,363
Earnings excluding certain charges per diluted share	50.14	(\$0.02)	90.13	\$0.17
Diluted weighted average shares outstanding	30.300	29,670	30,660	30,660

⁽¹⁾ The actual income tax-expanse (behalf) for the three months ended September 30, 2005 and September 30, 2004was \$0.8 million and (\$0.2 million), respectively.

NOTE - The above reconciliation is intended to present Nesco's operating results, excluding certain charges and providing incornet swest at a SM statutory rate. This reconciliation is not in accordance with, or im attendive method for, consently accepted accounting principles in the United States, and may be different from similar measures presented by other companies. Manisomer's of the Company evaluates performance of its business units based on EBITA, which is the primary indicator used by management to plan and forecest fluctual periods. The presentation of this financial measure facilitates resembled in the Company believes EBITA reports baseline performance and thus provides useful information.



102705 PRUDENTIAL TECH NYC

64

⁽²⁾ The forecasted income tax expense for the three months and December 31, 2005 high and and low and guidance is \$0.5 million and \$0.3 million, respectively.

RECONCILIATION OF OPERATING INCOME (LOSS) TO EARNINGS EXCLUDING CERTAIN CHARGES

Barri, Sub-visionia (m. pril) bit prilantia. Nacionalistica e inguistro principa et al mininga a plating subject charges on Transactia acregit per altre a false.

	AND THE	THE TWO	745 Test	
Specifical reserve (Aust.	\$1998	\$1,540	1811,000	
Annothin married	18,004	16000	9.40	
Magazine Productions Engineer	1,000 1	1.00	(9 9)00	m
Property of process of		16	Mile	10)
Approximate charge		100		99
Parties according expenses			1,400	mi.
The same of the sa	100	(6)	100	m
Consequence of the control of the co	29.95	- 100 M	-1,00	
Nese agent of	1995	198	1,00	
Carried annualing section changes between contract ways	11379	***	3.00	
harm's present # Wh	1988	8740	+.00%	
Carriery systems arranged	E2000	1300	_1000	
Consept and strong parties of expension desired strong	20.07	20.00	\$87.0	
Dated regard to the street with the	10.00	19396	m/~8	

- 15 The \$12 miles recipe and restrictions alongs in the house profit in companion \$12 divides in recommends.
- (b) (in \$18 miles recipi and specificacy charge in the use while Colorina \$1, 30 in consisted \$18 miles of proceed sensions code and \$18 miles by the characteristic groups according to consiste at the Colorina business and
- (B. The BES makes executed with all the plan excited December 11, (BBF) and below in comprehens with the As and 12 consideration and to declare personal exempts. This charge is an included in this disk of lates in the constrained declaration or type states of the constrained declaration or exempts.
- $p_{i} \approx 10.0 \, \mathrm{min} \, \mathrm{mass} \, \mathrm{expectant observables} \, \mathrm{for year} \, \mathrm{exist} \, \mathrm{theories} \, 11. \, \mathrm{200} \, \mathrm{min} \, \mathrm{theories} \, \mathrm{for an existing of his holes } \, \mathrm{for an existing of his holes} \, \mathrm{for an existing observable} \, \mathrm{for an existing observa$
- (8) The \$1-8 referent purpose according equivaries to the year artists December \$1, 2000, a fee the regard experiencing government of personal expension of parts or resolvery and personal extension of parts contactly and personal expension of parts or resolvery and the regardence.
- (8) The Difference in terminal produced imposition between the user and of Committee 51. 20th is comprised at 8.2 of the committee of the Comm

NO.16 - The data is interestable in carbetel in present them's opportunities such a solution protest diverges and proving recording the carbon 4. All Administration of the control of the carbon 4. All Administrations and the carbon 4. All Administrations are solved to province the carbon 4. All Administrations are solved to province the carbon 4. All Administrations are control of the carbon 4. All Administrations are carbon 4. All Administrat



102705 PRODERINAL TECHNYO

65



[LOGO]

PRUDENTIAL EQUITY GROUP TECHNOLOGY MEETING

OCTOBER 27, 2005

ED BRAUN CHAIRMAN AND CEO

1

V EECO PROVIDES ENABLING TECHNOLOGY IN PROCESS EQUIPMENT AND METROLOGY FOR MULTIPLE GROWTH **MARKETS**

Data Storage

[PICTURE]
1" Drives for CE; iPod, Cell Phones, Perpendicular TFHs

Semiconductor

[PICTURE]

90 and 65nm; 300mm

LED/Wireless

[PICTURE]

HB-LEDs, Automotive, Camera Cell Phones, LCD TV

Scientific Research

[PICTURE]

Nanotech & Life Science

[LOGO]

V EECO LEVERAGES CORE TECHNOLOGIES IN GROWTH MARKETS

WE PROVIDE "KEY TECHNOLOGIES" FOR HIGH GROWTH/ EMERGING OPPORTUNITIES

[PICTURE]

ADD MATERIAL (DEPOSITION)

- Ion Beam Deposition (IBD)
- Physical Vapor Deposition (PVD)
- Molecular Beam Epitaxy (MBE)
- Diamond-Like Coating (DLC)
- Metal Organic CVD (MOCVD)

[PICTURE]

REMOVE MATERIAL

- Ion Beam Etch (IBE)
- Reactive Ion Beam Etch (RIBE)
- Precision Lapping/Slicing

[PICTURE]

IMAGE, MEASURE & MONITOR

- Atomic Force Microscopy (AFM)
- Scanning Probe Microscopy (SPM)
- Stylus Profilers
- Optical Profilers
- Interferometers
- Quasi-static Magnetic Measurements

MARKETS WE SERVE...

2004 REVENUE (\$390M;UP 40%)

9 MONTHS 2005 REVENUE \$297M UP 3% EBITA UP 62%

[CHART]

% of Veeco Revenue

Multiple markets provide stable growth ...Broader opportunities than silicon semiconductor ...2005 Growth in Data Storage and Semiconductor

F OCUS ON PROFITABILITY... GROSS MARGIN AND EBITA IMPROVE 2% PTS. EACH QUARTER OF 2005

[GRAPH]

2005 forecasted EBITA nearly doubles Y/Y on a 3% revenue increase

E NABLING SOLUTIONS ADDRESS COMMON CHALLENGES ACROSS MULTIPLE END-MARKETS

Process Equipment

Enabling Solutions

- Ion Beam Etch & Deposition
- Physical Vapor Deposition
- Molecular Beam Epitaxy
- Metal Organic CVD
- Diamond-Like Carbon
- Lapping, Dicing & Slicing

Metrology

- Automated Atomic Force Microscopes
- Research AFMs and SPMs
- Stylus Profilers/Optical Interferometers

Core leadership technologies, capable of R&D and manufacturing applications, key to multi-market penetration

[CHART]

V EECO INVESTMENT THEMES

- In the post PC era... handheld **wireless/mobility and connectivity** are the next market "driver"...the convergence of microdrives, HB-LEDs, color displays, and wireless technology will enable a wave of new high volume, digital consumer electronics for mass markets..."Miniature" hard drives are a significant enabler
- High cell phone penetration..1.5B units now...3B units by 2009...are a model base for new video, text messaging, music applications... bringing the desktop PC experience to a new class of handheld devices
- Veeco's diverse market strategy and product technology mix allows us a broader customer base than most other semi equipment companies
- Veeco well-positioned to benefit from growth in "converging" data storage, semiconductor, HB-LED display opportunities...based on Veeco's core technologies

V EECO SERVES INDUSTRY LEADERS IN MULTIPLE MARKETS

MARKETS	PRODUCTS	CUSTOMERS
Data Storage	#1 Equipment Supplier for TFMHs;	[LOGOS]
	Etch, Deposition, Lapping, Slicing, Dicing and Metrology	
	COMPETITION: ANELVA	
LED/Wireless	Only Broad line Equipment and Metrology Supplier	[LOGOS]
	MBE, MOCVD (Epitaxial Deposition) and Metrology	
	COMPETITION: AIXTRON	
Semiconductor	#1 3D AFM Metrology	[LOGOS]
	Automated Atomic Force Microscopy and Optical Profilers	
	COMPETITION: KLA (NON AFM) HITACHI, ADE	
Scientific Research	#1 AFMs, SPMs and Optical Profilers	[LOGOS]
	Breadth of research solutions	
	7	

T HE NEXT BIG GROWTH OPPORTUNITY

...beyond the PC...wireless mobility and connectivity...a new class of technology products

A \$150B DIGITAL CONSUMER ELECTRONICS MARKET BY 2007

\$150B

Consumer Electronics Opportunities High Chip, LED, color display, storage content (40%) Capital Equip. required (17%) \$60B

\$10B

[PICTURE]

D RAMATIC CONSUMER PRODUCT GROWTH (CG'04-'08)

Sources: IDC, 2004; Strategies Unlimited 2004

Enabled by the convergence of semiconductor chips, wireless chips, microdrives, high resolution color displays, and high brightness LEDs

+35.9% CAGR [PICTURE] HDD for DVR/DVT

+61.4% CAGR [PICTURE] HDD for GPS; Auto Nav.

+33.6% CAGR [PICTURE] HDD for Digital Cameras, Audio/Video Player

+145.7% CAGR [PICTURE] Flat Panel Display Backlighting

+159.2% CAGR [PICTURE] HB-LED Headlights

+71.2% CAGR [PICTURE] Home Media Server

[PICTURE]
Wireless Mobile
Consumer Products

N EW CONSUMER ELECTRONICS BASED ON MICRODRIVE, HB LED, COLOR DISPLAY TECHNOLOGY... consumer electronics manufacturers continue to select hard drives for high capacity video applications

Apple launches new video iPod w/30G HDD	[PICTURE]
Samsung introduces new Smart Phone with 3G HDD	[PICTURE]
HP new photo printer with HDD	[PICTURE]

Hard Drives offer a 20:1 cost advantage over flash at higher capacity storage levels

V EECO'S 2005 FINANCIAL MODEL Updated 10/24/05

Revenue (by Business Segment) Gross Margin Profitability

T HE 2005 REVENUE MODEL by Business Segment

PROJECTED REVENUE/PRODUCT MIX CHANGE FOR 2005 (updated 10/24/05)

	Original Guidance (January '05)					ENT 2005 RECAST
	2004	2005 CHANGE	2005 RANGE	DRIVEN BY	(10	/24/05)
Ion Beam and Mechanical				Strong Consumer		
Equipment			\$154M TO	Electronics Data Storage		
(IBE/IBD/Slider)	\$134M	+15 TO +18 %	\$158M	Growth	\$160M	+19 %
Epitaxial Equipment				2005 LED industry		
(MOCVD/MBE)	\$93M	-24 TO -27 %	\$68M TO \$71M	decline	\$60M	-36 %
Metrology (Auto				Growth in Auto AFM		
AFM/Research AFM and			\$168M TO	(up 25%) and Optical		
Optical)	\$163M	+3 TO +5 %	\$171M	Metrology	\$180M	+10 %
			420017 TO			\$400M +3%
			\$390M TO			IN LINE
Total	\$390M		\$400M	Overall Veeco up ~3%		WITH PLAN

Revenue mix change favors Veeco's higher gross margin products (Ion Beam and Metrology)

T HE GROSS MARGIN MODEL 2005 (updated 10/24/05)

IMPROVED GROSS MARGINS IN EACH BUSINESS SEGMENT

	'04 YEAR	'05 QUARTERLY INCREASE	ʻ05 YEAR	*CURRENT Q4 FORECAST	*CURRENT 2005 YEAR FORECAST	PRELIM. 2006 TARGET
Ion Beam and						
Mechanical						
Equipment						
(IBE/IBD/Slider)	34 %	36 % - 44%	42 %	44 %	42 %	44-46 %
Epitaxial Equipment						
(MOCVD/MBE)	23 %	25 % - 33%	30 %	24 %	20 %	35-40 %
Metrology (Auto						
AFM/Research AFM						
and Optical)	52 %	52 % - 55%	53 %	54 %	52 %	53-55 %
				IN LIN	E WITH PLAN	
Total	38.9 %	40 % - 46%	43-44 %	46 %	43-44 %	47-48 %

- Overall Veeco performance in line; helped by strong Ion Beam and Metrology revenue and gross margin growth
 In Q3, 90% of Veeco revenue had a 47% GM (MOCVD lagging)
 MOCVD improvements (GaNzilla II) will appear in Q1/Q2 '06

"T HE 2005 INCOME MODEL"

Q3 marks the fourth consecutive quarter of improved GROSS MARGIN, while EBITA has improved each quarter of 2005

IMPROVE GROSS MARGINS 2% PER QUARTER

	Q1	Q2	Q3	Q4	2005 YR	2004 YR
Sales	100 %	100 %	100 %	100 %	100 %	100 %
Gross Margin	40 %	42 %	44 %	46 %	44 %	40 %
Operating Expenses	37 %	37 %	36%	36%	36 %	36 %
EBITA	%	%				
	3 %	6%	8 %			\$13.9M
	2.8	6	8.2 %	10 %	\$25M-\$27M	4 %
	Actual	Actual	Actual	Forecast	7%-8% Forecast	Actual

As a result of Gross Margin and EBITA growth in) each of the last 3 quarters, our 9 months EBITA is up 62% on relatively flat revenue

Forecasted EBITA nearly doubles ('05 vs. '04)

Quarterly profitability improves consistent with original profit growth initiative

D ATA STORAGE... growth continues, Q3 revenue \$50M, up 85% Y/Y; up 6% sequentially

- Digital consumer electronics will continue to drive growth in the HDD industry over the next several years... CE forecasted to grow 39%/year through 2008... Sub 1.8" drives to penetrate
 - set top boxes (DVR/DTV)
 - digital cameras/cell phones (could be 100 million drives); Both Nokia and Samsung introducing hard drive cell phones
 - information appliances
 - "pocket" drives (carry your life/medical history)
 - automotive GPS
- Continued proliferation of new consumer drive products...approaching 40GB microdrives and 1TB desktop
- Overall industry drive revenue forecasted to grow > 20% in 2005 (consumer applications)
- Heads per drive are increasing with 2005 forecasted growth (up 20%) to 900 million heads from 740 million in 2004
- Veeco's increased breadth of technology provides strategic value to our customers... (8) new product introductions include ALD/PVD/DLC/next generation slider mechanical processing... all revenue in 2006

- V eeco Q3 Data Storage orders \$33.6M, up 78% from Q304, down 44% sequentially; 9 months orders \$139.2M, up 54%
- Q3 included multi-million dollar orders from all (5) WW TFMH manufacturers including Ion Beam Etch/Deposition, AFM and Optical Metrology. 2nd Auto AFM ordered in Data Storage
- Expect 2005 orders of \$180M to be up 40% Y/Y...additional growth expected in 2006, reflecting further penetration of consumer drives (PVR/DVR set top boxes, information appliances, video iPods, etc)
- Veeco Ion Beam 2005 revenue expected to increase to \$141M, up 24%, at 45% GM, 16% EBITA
- 2006 Data Storage spending to be a combination of capacity (CE growth) and new technology (perpendicular recording, femto heads, conversion to 200nm wafer size, and increased areal density to differentiate HDD vs flash)
- Veeco Auto AFM now penetrating tighter tolerance data storage wafer applications (3 systems ordered in '05)

D ATA STORAGE-MULTI YEAR INVESTMENT IN CAPACITY AND NEW TECHNOLOGY... provides Veeco with continued growth

15% Industry Growth Forecasted for HDD Industry Through 2007

	2003	2004	2005	2006	2007	'04-'09 CG
Industry HDD Production						
Growth	250	306	373	426	475	
(units M)	_	17 %	22 %	14 %	11 %	15 %
Industry HDD						
Revenue Growth	22.0	23.0	27.3	30.2	33.3	
(\$B)	_	4 %	18.6 %	10.9 %	10 %	11.7 %
Veeco Data						
Storage Revenue (\$M)	\$90.6M	\$123.9M	\$175M F	\$200M F	\$230M F	'04-'07
Growth	\$90.0M -6%				+10-+15 %	+23 CG %
Market	No areal density	Areal Density	Consumer +41 %	-Perpendicular recordir		+23 CG %
conditions	investment	Growth 30% per	Electronics with	manufacturing)	ig (07 iii	
conditions	mvestment	year GMR	embedded storage	-Femto sliders		
		year Givin	(1" drive) Higher	-1' dia drives		
			areal density	-Transition to 200nm w	afers	
New Products			New Nexus	-New Slider Tools (sav	/s/lapping)	
			IBE/IBD/DLC	-New PVD/ALD depo	sition	
			product intro TMR	-Advanced Metrology	Auto AFM	
			18			

C ONSUMER APPLICATIONS ENABLE EXPONENTIAL HARD DRIVE GROWTH... unit growth to double and triple

[CHART]

Source: Hitachi GST Estimate

D ATA STORAGE HARD DRIVE GROWTH CONSUMER ELECTRONICS ADOPTION

Growth in CE and traditional computer markets

[GRAPH]

Source: IDC Mar2005

	CAGR (2004-2008)
Consumer Electronics	39 %
Traditional (PC, Laptop, Enterprise)	9 %
Total	15 %

Industry shipment of PC's grew 15% in September quarter

D ATA STORAGE HOME OF THE (NEAR) FUTURE

By 2010 each household will include 10 HDD's*

Mobile Applications

New Microdrive (.85 dia.) [PICTURE] MP4 Video [PICTURE] Laptop [PICTURE] MP3 Music (i.e., iPod) [PICTURE] Mobile Phone [PICTURE] Automobile GPS Navigation [PICTURE]

Home Applications

Home Media Server [PICTURE]
TiVo/DVR [PICTURE]
Entertainment Centers/PCs [PICTURE]
Game (Xbox, PlayStation, etc) [PICTURE]

^{*} Source: Hitachi Global Storage Technologies

D ATA STORAGE	. Hard Disk Drive	Unit Growth(Consumer 1	Electronics (Segment Wi	ill Approach i	Size Of Com	puter Market	Segment
[CHART]									

V EECO: A STRATEGIC PARTNER TO TFMH SUPPLIERS...IN EVERY STEP OF THE MANUFACTURING PROCESS

[CHART]

[CHART]

U NPRECEDENTED TECHNOLOGY AND FORM FACTOR CHANGES OCCURRING SIMULTANEOUSLY

TFMH Technology Changes Drive Capital Equipment Growth

[CHART]

Areal density roadmap increases (50%) per year toward CPP (perpendicular recording) capable of 1 Terabit/in² (2008)...will require new manufacturing technology

Microdrives [PICTURE]

Slider Shrinks (FEMTO) [PICTURE]

Perpendicular Recording Development [PICTURE]

[CHART]

V EECO'S BROAD RANGE OF PROCESS TECHNOLOGIES WILL ENABLE NEXT GENERATION DATA	STORAGE TFMH
PRODUCTION	

[CHART]

Conceptual Veeco "Cluster Tool" combines breadth of process technologies

IN SEMICONDUCTOR ... Q3 revenue \$12.2M, up 18% Y/Y; 9 months revenue \$46.5M, up 19%

- Despite our initial 2005 expectations of an industry-wide Semi Capex softening...we see continued world wide acceptance of our Auto AFM in Wafer Fabs for 90nm and 70nm, 300M applications
- Veeco Auto AFM 2005 revenue expected to reach \$50M, up 25% y/y, with 54% GM and 22% EBITA (2005 EBITA will triple y/y); Total Veeco AFM revenue expected to be \$129M (up 10%) with 20% EBITA
- In general, our AFM sales will be paced by leading edge 90/70 nm deployment in 2005
- KLA, a key competitor, has withdrawn their Auto AFM product (beta site units have been returned)
- Strong customer acceptance of Veeco's X1D and X3D AFM products for etch/CMP/lithography applications
- New interest in line edge roughness, side wall angle and litho CD control...at 90/70 nm nodes

V EECO HAS PENETRATED KEY SEMICONDUCTOR CUSTOMER BASE (growth in foundries)

• IDMs

Intel

Samsung

Micron

IBM

Hynix

Toshiba

ST Micro

AMD

Infineon

П

• Foundries

TSMC

UMC

UMCi

SMIC

Promos

Inotera

• Tech. Dev. Centers

IBM

TSMC

UMC

AMD

Infineon

Sematech

Leti

Selete

ΤI

CNT

Veeco expanded applications support identifying new "AFM applications"

9 out of 10 Top Semi Customers use Veeco's AFM solutions

V EECO'S SEMICONDUCTOR OPPORTUNITY: SHRINKING DIMENSIONS REQUIRE 3D METROLOGY

- Veeco has the broadest line of 3D AFM non-destructive Metrology solutions
- Our goal is to be a step ahead of industry roadmap...90...65...45nm
- Top 10 semi device manufacturers have at least one AFM in line wafer fab 300 systems installed...TAM 10 per fab
- Veeco tip development roadmap addresses leading edge 45nm and 25nm applications

26nm lines in R&D sample

[PICTURE]

Veeco Dimension X3D and 65nm scan

L EADING ATOMIC FORCE MICROSCOPE TIP TECHNOLOGY

Veeco tip development roadmap addresses leading edge 45nm and 25nm applications

[PICTURE]

- Recent JDP with Leti and Team NanoTech for advanced tip development
- Next-gen tips required to meet industry roadmap and improve customers' CoO

A FM APPLICATIONS 'LAB-TO-FAB'

RESEARCH & SCIENTIFIC (installed base >7000 systems)

[PICTURE]

Topography
[PICTURE]
Atomic Scale Meas.
(Copper seed layer)

Magnetics [PICTURE] Polarization Meas. (BiFeO3 spheres)

Life Science [PICTURE] Non-destructive (SARS virus)

Nano 'Pull / Position' [PICTURE] Nano-manipulation & PicoForce

PRODUCTION FAB (installed base >300 systems; Data Storage applications emerging)

[PICTURE]

CMP

[PICTURE]

Etch

[PICTURE]

Litho Resist [PICTURE]

Litho Masks [PICTURE]

L ED/WIRELESS... Q3 revenue \$9.5M, down 73% appears to have bottomed; orders \$14.6M, up 10% sequentially

- Expected 2005 industry LED capex decline to be over 30% as 2004 equipment excess is absorbed
- Next LED growth wave...large area flat panel LCD TVs backlighting, automotive lighting and specialty architectural lighting expected in 2006
- The LED market is forecasted to double from \$3.5B to \$7.0B in the next 5 years driven by Blue/Green/White LED penetration evolving beyond keypad and color display backlighting
 - Large area LCD TV (Sony/Samsung/Philips announcing 20"/40" TV's)
 - Automotive tail light/turn signals/interior light, eventually headlights
 - Specialty lighting for buildings/bridges/museums/airports high resolution signs and eventually to general illumination in homes and offices penetrating the \$12B/year world-wide lighting business (2008 to 2010 timeframe)
- Veeco introduced new GaNzilla II (MOCVD tool) with improved reliability, uniformity and brightness (and improved gross margin)
- Veeco announces acceptance of first (2) new GaNzilla II systems:
 - One in Korea...LG
 - One in Taiiwan...HUGA
 - Both report improved uniformity (tighter binning) reliability, thruput and brightness
- GanZilla II technology also available as an upgrade kit to our large installed base of GaNzilla I's (60 systems)...high gross margins, \$500K upgrade kit

L EDS IN MOBILE PHONES... over 45 LED chips per phone ~670M phones sold in 2004

- Color LCD Display
- Camera Phone—Flash LED (camera phones will show rapid growth '04-'07)
- Mid-end using 11 LED, High-End using 24 LED

4 or 1 chip [PICTURE] White Multi LEDs for Camera flash 3 White or RGB white more than 2cd

3 chips [PICTURE] Multi chip indicators

[PICTURE]

Main: 3 chip (sub-display:2)
[PICTURE]
Sideview White for color displays
1.0/0.8/0.6t
600mcd ~1cd

8 ~ 12 chips [PICTURE] Slim SMD Blue or White for keypads 0.35t

M OCVD — CRITICAL FIRST STEP FOR HB-LEDs

- The epitaxial structure continues to be the heart of the LED device
 - Controls color (wavelength)
 - Brightness (lumens output)
 - Electrical properties
- MOCVD is the enabling technology for epitaxial growth of HBLEDs
 - Provides precise control of gas flows and composition for color control
 - Flexibility to engineer device designs for optimum brightness (light output)
- Veeco provides both MOCVD (GaN) and MBE (GaAs) solutions

[PICTURE]

L ED FORECAST... Gan HB LED market continues to grow (22% CAGR '05 to '09)

[GRAPH]

Source: Strategies Unlimited

H IGH BRIGHTNESS LIGHT EMITTING DIODES (HB-LEDS)

GaN-based HB-LEDs

[GRAPH]

Primary Growth Demand

Timeframe	Application
2015-2020	General Illumination
2010-2015	Automobile Headlights
2005-2010	Large LCD Backlights
2000-2005	Mobile Phone Backlights

S OLID STATE LIGHTING GROWTH OPPORTUNITY Red, Green, Blue HB-LEDs >20% CAGR

[CHART]

E PITAXY ROADMAP... "BRIGHTNESS" DEFINES NEXT GENERATION VEECO MOCVD GaN HB-LEDS

[CHART]

G ANZILLA II MOCVD VALUE PROPOSITION

[PICTURE]

	FEATURE	BENEFIT
1.	New Flow Flange	Narrower Binning = Higher Yields
2.	Heater Filament	Improved Reliability
3.	Advanced controls	Improved Reliability
4.	PyroControl & RealtempTemp	Temp Stability = Higher Yields.
5.	Automation	Increased thruput

[GRAPH]

Value Proposition:

Superior Productivity from Higher Throughput and Narrower Device Binning

T HE IMPORTANCE OF GaN EPI FILM QUALITY

[PICTURE]

High Current Quality \$3 (\$1 die)

[PICTURE] \$7500 (40" LED Backlight TV)

Standard Quality

\$0.3 (10 cent die)

[PICTURE] \$7 (LED Dog Collar)

Epitaxy film 'quality' and tighter "binning control" determines mix of high end LED and low price LED production

K EY LED APPLICATIONS

Mobile Appliances

[PICTURE]

Cell phones

PDAs

Flashlights

57% growth in LEDs for backlighting in 2004

Expected growth for white "flash" LED and other small displays

Outdoor Signage

[PICTURE]

Large displays

Traffic signals

Storefront lighting

Signage displays continue to become larger and more dynamic

Beijing 2008 Olympics driving adoption in China

LCD Backlighting

[PICTURE]

Flat Panel TVs

Laptops

Retail Display

Color rendering significantly higher than CCFL (100% NTSC)

Adopted for high-end TV units; will increase penetration as price falls

Automotive Lighting

[PICTURE]

Headlamps

Dashboard

Heads up displays

60 million light vehicles produced per year; only 40% use LEDs

Headlamps and DRL will be introduced as brightness continues to increase

General Illumination

[PICTURE]

Interior lighting

Industrial

Event lighting

5% of LED market in 2004, growing fast

Flexibility of light quality and color drives novel applications

5-10 years before major adoption into general lighting

V EECO'S KEY DIFFERENTIATION

Veeco provides integrated products and services throughout the product cycle

Deposition [PICTURE] Leading equipment for LED growth / processing Highest throughput available Designed for mass production

Metrology

[PICTURE] Nanoscale measurement Optimize surface morphology Brighter, more efficient LEDs

Process

[PICTURE] World-class applications laboratory Refine material processes Strategic collaboration opportunities

S OLID STATE LIGHTING TO PENETRATE \$12B GENERAL ILLUMINATION MARKET

2005

[PICTURE] Incandescent

2015

[PICTURE]

Solid State Lighting

[PICTURE]

- 20% of Global Electricity Demand is for Lighting
- Solid State Lighting (HB-LED) will Cut Consumption in Half Satellite Composite Photo at Night

V EECO'S SCIENTIFIC RESEARCH BUSINESS (approximately 100 Research AFMs per quarter)

Nanotechnology

- Nano Metrology
- Nano Manipulation
- Nano Material

Carbon Nanotube Transistor [PICTURE]

Materials Research

- Semiconductor
- Future Data Storage
- Polymers

Polymers [PICTURE]

Cu Films [PICTURE]

Magnetic Storage Media [PICTURE]

Life Sciences

- Living Cells
- DNA
- Proteomics

DNA [PICTURE]

Lipids [PICTURE]

Protein Crystal Detection [PICTURE]

S CIENTIFIC RESEARCH... Q3 revenue \$28.3M, up 11% Y/Y; up 12% sequentially...(orders \$25.1M, down 3% sequentially)

- Veeco initiates a new management focus in nanomaterial and life science instrumentation...to accelerate growth of our profitable "table top" AFM/Optical instrument business...beyond material science base
- Our nine months revenue for Research AFM/Optical is \$96M, up 7% at approximately 50% Gross Margin and 17% EBITA

W HY THE FOCUS ON "NANO-BIO"?

- Life Science Instrumentation is fastest growing portion of analytical instrumentation business
 - Forecasted to grow 29% CAGR from 2003-2008 (versus 6% overall for the analytical instrumentation market)
- Nanomaterials: \$35B market by 2020 (\$200M in 2002)
- Industry lacks nanoscale metrology standards: a key bottleneck in development and manufacturing of commercial nano and biomaterials
- Veeco believes that the "nano-bio" instrumentation market is a large growth opportunity should surpass GNP, electronic industry and information technology growth rates and we are aligning our new product development programs to this area

N ANOTECHNOLOGY "All The World's Industry Is In Its Path"

[CHART]

AFMs Image, Measure and Manipulate Nanoscale Structures

[PICTURE]

N ANOMATERIALS

- Nanomaterials: \$35B market by 2020 (\$200M in 2002)
- Industry lacks nanoscale metrology standards: a key bottleneck in development and manufacturing of commercial nanomaterials

Veeco and Dow receive a \$6M NIST/ATP to Develop New Nanotechnology tools

V EECO MULTI-MARKET GROWTH OPPORTUNITY

Data Storage	Microdrive growth to enable new wireless consumer products (iPod, MP3 players, camera/cell phones).
	Development of next generation 160/200 GB drives and advanced development of perpendicular heads for
	2007. Industry to add capacity to double HDD unit manufacturing in 3 years
Semiconductor	Complete deployment of 90/65nm, 300mm (8-10 AFMs per fab)
LED/Wireless	New application opportunity for Blue/White LED's for backlighting of color displays, handheld camera/cell
	phone, large area color displays, PDA, Wi Max, automotive, and solid state lighting
Scientific Research	Continued strength of research AFMs/SPMs, characterization of new materials. Nanoscience emerges (life
	sciences, material sciences, genomics)

The content of Veeco's enabling technologies increases in new consumer and nanotech applications

V EECO Q3 REVENUE; GROWTH IN DATA STORAGE AND SEMICONDUCTOR

• Q3 revenue \$100.1M, up 3% from prior year, down 3% sequentially from prior quarter, in line with guidance (\$95-105M)

•

Revenue by Market		vs Q205 Seq.	vs Q304 Y/Y
Data Storage	\$50.1M (record level)	+6 %	+85 %
Semi	12.2M	-28 %	+18 %
LED/Wireless	9.5M	-32 %	-73 %
Scientific Research	28.3M	+12 %	+11 %
Total	\$100.1M	-3 %	+3 %

- Y/Y increases in Data Storage, Semi, Scientific Research
- Q4 revenue guidance \$100-105M

[CHART]

Q3 Revenue by Market

V EECO 9 MONTHS REVENUE ... double digit growth in Data Storage and Semi; decline in LED/Wireless

9 months revenue \$297.3M, up 3% Y/Y; Semiconductor and Data Storage increase

Data Storage	\$123.1M	up	31 %
Semiconductor	46.5	up	19 %
LED/Wireless	45.6	down	37 %
Scientific Research	82.1	flat	
Total	\$297.3M	up	3 %

[CHART]
9 Months Revenue by Market

V EECO Q3 ORDERS

- Q3 orders \$84.6M, up 6% from prior year, down sequentially from strong prior quarter; below guidance (\$95-105M)
 - Our 6 months order rate of \$203M...more representative of current business conditions (\$100M/qtr)
 - Orders by market

		vs Q205	vs Q304	
Data Storage	\$33.6M	-44 %	+78 %	
Semi	11.3M	-41	-29 %	(Q3 missing Ion Beam deposition sale)
LED/Wireless	14.6M	+10 %	FLAT %	
Scientific Research	25.1M	-3	-17	
Total	\$84.6M	-29 %	+6 %	

- Book/Bill .84 to 1
- Seasonally weak September quarter in each of the last 5 years...in all cases Q4 orders improved
- Ending backlog ~131M
- Q4 order guidance \$90-100M

[CHART]

Q3 Orders by Market

V EECO 9 MONTHS ORDERS

9 months orders \$302M, down 6%; Strength in Data Storage

Orders by Market

Data Storage	\$139.2M	up	54 %
Semiconductor	44.7	down	7 %
LED/Wireless	41.9	down	60 %
Scientific Research	76.2	down	2 %
Total	\$302.0M	down	6 %

Book to Bill 1.02 to 1

[CHART]
9 Months Orders by Market

Q 3 PROFITABILITY IMPROVEMENT... tracking Gross Margin and EBITA profit growth plan

- Q3 EBITA \$8.3M up 36% sequentially, up 10 times prior year Q304, in line with 2% per quarter improvement... to 8% of revenue
- 9 months EBITA \$16.9M, up 62% Y/Y
- EPS excluding amortization \$.14 vs. (\$.02) Q304
 - above \$.08 to \$.13 guidance
 - Above \$.12 street consensus
- GAAP EPS \$.05, in line with guidance...positive net income \$1.6M
- Gross Margin 44.2%, 2.2 GM points above Q2... in line with improvement plan, 8 GM points above prior year 36.4%
- Operating Expenses \$36M, down from prior quarter...in line with plan, 36% of revenue
- Cash flow was a positive \$2.3M for the quarter
- Balance Sheet cash increased to \$111.7M as of September 2005
- Accounts Receivable DSO's were 61 days
- Inventory decreased \$1.0M to \$99.5M

S TRONG VEECO BALANCE SHEET

(\$ IN MILLIONS)	September 30, 2005	Dec. 31, 2004
Cash and Investments	\$111.7	\$100.3
Working Capital	221.8	216.8
Fixed Assets	70.4	73.5
Total Assets	566.1	576.9
Long-Term Debt	229.3	229.6
Shareholders' Equity	\$246.4	\$252.4
	59	

Q 3 2005 GUIDANCE (as of 10/24/05)

- Q4 revenues to be in the range of \$100-105 million

- Q4 orders to be in the range of \$90-100 million
 Q4 2005 GAAP earnings in the range of \$0.03 to \$0.09 per share
 Q4 2005 non-GAAP (excluding amortization and revenue changes) earnings per diluted share are expected to be between \$0.13 and \$0.17 using a 35% tax rate

S AFE HARBOR STATEMENT

• To the extent that this presentation discusses expectations about market condition, market acceptance and future sales of Veeco's products, Veeco's future financial performance, or otherwise makes statements about the future, such statements are forward-looking and are subject to a number of risks and uncertainties that could cause actual results to differ materially from the statements made. These factors include the challenges of continuing weakness in end market conditions and the cyclical nature of the telecommunications/wireless, data storage, semiconductor and research markets, risks associated with integrating acquired businesses and the acceptance of new products by individual customers and by the marketplace and other factors discussed in the Business Description and Management's Discussion and Analysis sections of Veeco's Annual Report on Form 10-K, subsequent Quarterly Reports on Form 10-Q and current reports on Form 8-K.

P RUDENTIAL EQUITY GROUP TECHNOLOGY MEETING

OCTOBER 27, 2005

ED BRAUN CHAIRMAN AND CEO

63

R ECONCILIATION TABLE

	Three months ended September 30,			Guidance for three months ended December 31, 2005				
		2005		2004		Low End		High End
Operating income	\$	4,213	\$	(3,542)	\$	3,250	\$	5,250
Amortization expense		4,038		4,336		4,000		4,000
Restructuring expense		_		_		1,000		1,000
Earnings excluding certain charges before interest,								
income taxes and amortization ("EBITA")		8,251		794		8,250		10,250
Interest expense, net		1,815		1,793		2,000		2,000
Earnings excluding certain charges before income								
taxes		6,436		(999)		6,250		8,250
Income tax provision at 35%		2,253(1)		(350)(1)		2,188(2)		2,888
Earnings excluding certain charges	\$	4,183	\$	(649)	\$	4,063	\$	5,363
Earnings excluding certain charges per diluted								
share	\$	0.14		(\$0.02)	\$	0.13	\$	0.17
Diluted weighted average shares outstanding		30,360		29,670		30,660		30,660

⁽¹⁾ The actual income tax expense (benefit) for the three months ended September 30, 2005 and September 30, 2004 was \$0.8 million and (\$3.2 million), respectively.

NOTE - The above reconciliation is intended to present Veeco's operating results, excluding certain charges and providing income taxes at a 35% statutory rate. This reconciliation is not in accordance with, or an alternative method for, generally accepted accounting principles in the United States, and may be different from similar measures presented by other companies. Management of the Company evaluates performance of its business units based on EBITA, which is the primary indicator used by management to plan and forecast future periods. The presentation of this financial measure facilitates meaningful comparison with prior periods, as management of the Company believes EBITA reports baseline performance and thus provides useful information.

⁽²⁾ The forecasted income tax expense for the three months end December 31, 2005 high end and low end guidance is \$0.6 million and \$0.3 million, respectively.

R ECONCILIATION OF OPERATING INCOME (LOSS) TO EARNINGS EXCLUDING CERTAIN CHARGES

Veeco Instruments Inc. and Subsidiaries Reconciliation of operating income (loss) to earnings excluding certain charges (In thousands, except per share data) (Unaudited)

	Full Year 2005 (Low)		Full Year 2005 (High)		F	Full Year 2004
Operating income (loss)	\$	7,640	\$	9,640	\$	(11,558)
Amortization expense		16,554		16,554		18,465
Merger and Restructuring Expenses		1,000 (1)	1,000(1)		3,562(2)
Write-off of inventory		_		_		500(3)
Asset impairment charge		_		_		816(4)
Purchase accounting adjustments		_		_		1,498 (5)
Write-off of purchased in-process technology		<u> </u>		<u> </u>		600(6)
Earnings excluding certain charges before interest, income taxes and						
amortization ("EBITA")		25,194		27,194		13,883
Interest expense, net		7,920		7,920		8,470
Earnings excluding certain charges before income taxes		17,274		19,274		5,413
Income tax provision at 35%		6,046		6,746		1,895
Earnings excluding certain charges	\$	11,228	\$	12,528	\$	3,518
Earnings excluding certain charges per diluted share	\$	0.37	\$	0.41	\$	0.12
Diluted weighted average shares outstanding		30,269		30,269		30,143

⁽¹⁾ The \$1.0 million merger and restructuring charge in the fourth quarter of 2005 is comprised of \$1.0 million in severance costs.

- (3) The \$0.5 million inventory write-off for the year ended December 31, 2004 was taken in conjunction with the Aii and MTI consolidation due to certain product overlaps. This charge was included in the cost of sales in the consolidated statements of operations.
- (4) The \$0.8 million asset impairment charge for the year ended December 31, 2004 related to the consolidation of the Aii and MTI business and pertained to certain long-lived assets that were classified as held for sale as of December 31, 2004.
- (5) The \$1.5 million in purchase accounting adjustments for the year ended December 31, 2004 is for the required adjustments to gross profit to reflect the required capitalization of profit in inventory and permanent elimination of certain deferred revenue from the TurboDisc and Aii acquisitions.
- (6) The \$0.6 million write-off of purchased in-process technology for the year ended December 31, 2004 is comprised of a \$0.6 million write-off from the MTI acquisition.

NOTE - The above reconciliation is intended to present Veeco's operating results, excluding certain charges and providing income taxes at a 35% statutory rate. This reconciliation is not in accordance with, or an alternative method for, generally accepted accounting principles in the United States, and may be different from similar measures presented by other companies. Management of the Company evaluates performance of its business units based on EBITA, which is the primary indicator used by management to plan and forecast future periods. The presentation of this financial measure facilitates meaningful comparison with prior periods, as management of the Company believes EBITA reports baseline performance and thus provides useful information.



⁽²⁾ The \$3.6 million merger and restructuring charge for the year ended December 31, 2004 consisted of \$2.8 million of personnel severance costs and \$0.8 million for the internal investigation of improper accounting transactions at the TurboDisc business unit.