Collingwood Peter Form 4 June 13, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number: January 31,

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Collingwood Peter

(Last) (First) (Middle)

VEECO INSTRUMENTS INC., TERMINAL DRIVE

(Street)

(State)

Symbol

VEECO INSTRUMENTS INC [VECO]

2. Issuer Name and Ticker or Trading

3. Date of Earliest Transaction (Month/Day/Year)

06/11/2012

4. If Amendment, Date Original

(Zip)

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner Other (specify X_ Officer (give title

below)

SVP WW Sales & Field Service

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

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

PLAINVIEW,	NY	11803
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(City)

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired on (A) or Disposed of (D) (Instr. 3, 4 and 5)	1 5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code V	(A) or Amount (D) Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	06/11/2012	M	1,166 A \$ 0	17,243	D	
Common Stock	06/11/2012	F	404 (2) D \$ 34.6	16,839	D	

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

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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)	Execution Date, if any	4. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day	ate	7. Title and of Underlyi Securities (Instr. 3 and	ng	8. Pri Deriv Secur (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	\$ 0 (1)	06/11/2012		M	1,166	(3)	<u>(1)</u>	common stock	1,166	\$ 0

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Collingwood Peter

VEECO INSTRUMENTS INC.

PLAINVIEW, NY 11803

SVP WW Sales & Field Service TERMINAL DRIVE

Signatures

Gregory A. Robbins, 06/13/2012 Attorney-in-fact

**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).
- Each restricted stock unit represents a contingent right to receive, at settlement, one share of Veeco common stock. This transaction represents the settlement of vested restricted stock units in shares of common stock.
- Represents securities surrendered to Veeco to satisfy tax withholding obligations due upon the vesting of restricted stock units.
- This restricted stock unit award was granted on June 11, 2010 and vests with respect to 1/3 of such shares on each of the second, third and fourth anniversaries of the date of grant. Vested shares will be delivered to the reporting person on the vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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