Edgar Filing: BAIN HOWARD A III - Form 4/A

BAIN HOW Form 4/A April 17, 20											
FORM	ЛД									PPROVA	۸L
	UNITE	D STATES		RITIES A shington,			NGE	COMMISSIO	N OMB Number:	3235	0287
Check this box if no longer subject to Section 16. Statement of the section of th				NGES IN SECUR		WNERSHIP OI	Estimated	Estimated average burden hours per			
Form 4 Form 5 obligation may corn <i>See</i> Inst 1(b).	Filed p ons Section 1	7(a) of the P	Public U		ding Cor	npan	y Act	nge Act of 1934, of 1935 or Secti 940	response		0.5
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> BAIN HOWARD A III				er Name and METRIC			-	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)			3. Date of Earliest Transaction					(Check all applicable)			
C/O NANOMETRICS, INC., 1550 BUCKEYE DRIVE			(Month/Day/Year) 03/31/2009					X Director Officer (give below)		% Owner her (specify	
	(Street)		4. If Am	endment, Da	ate Origina	ıl		6. Individual or	Joint/Group Fili	ng(Check	
Filed 04/0 MILPITAS, CA 95035				onth/Day/Year 2009	r)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secu	rities A	cquired, Disposed	of, or Beneficia	lly Owne	d
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year		Date, if	3. Transaction Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) o of (D)	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 Indirect Beneficia Ownersh (Instr. 4)	al ip
Reminder: Re	port on a separate l	ine for each cla	iss of sec	urities benef	-		-	or indirectly.	ection of	SEC 1474	

information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed (D) (Instr. 3, and 5)	d of				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shares
Non-Qualified Stock Option (right to buy)	\$ 1.2	03/31/2009		А		2,500		<u>(1)</u>	03/31/2014	Common Stock	2,50

Reporting Owners

Reporting Owner Name / Address		Relationsh		
	Director	10% Owner	Officer	Other
BAIN HOWARD A III C/O NANOMETRICS, INC. 1550 BUCKEYE DRIVE MILPITAS, CA 95035	Х			
Signatures				
/s/ Ronald W. Kisling, Attorney-in-Fact		04/16/2	012	
**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).
- (1) The option becomes exercisable in three equal annual installments beginning on the first anniversary of the date of grant.

Remarks:

This amended filing reflects the correction of an administrative error in recording the transaction date (grant date) and the corr

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.