VEECO INSTRUMENTS INC
Form 3/A
January 14, 2005

FORM 3

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Â MARTINEZ ANTHONY L
(Last) (First) (Middle)

VEECO INSTRUMENTS INC.,Â 100 SUNNYSIDE BOULEVARD, SUITE B
(Street)

WOODBURY,Â NYÂ 11797
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
01/14/2005

3. Issuer Name **and** Ticker or Trading Symbol
VEECO INSTRUMENTS INC [VECO]

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
Sr VP, Metrology

5. If Amendment, Date Original Filed(Month/Day/Year)
03/12/2004

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 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)
Common Stock, $0.01 par value	3,701 (1)	D	Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock option granted 10/28/97	Â (2)	10/27/2007	Common stock	1,667	$ 38.5	D	Â
Stock option granted 6/15/98	Â (2)	06/14/2008	Common stock	1,667	$ 24	D	Â
Stock option granted 6/23/99	Â (2)	06/22/2009	Common stock	6,500	$ 29.8125	D	Â
Stock option granted 5/23/00	Â (2)	05/22/2007	Common stock	5,000	$ 43.75	D	Â
Stock option granted 7/20/01	Â (2)	07/19/2008	Common stock	4,000	$ 34.05	D	Â
Stock option granted 6/25/02	Â (2)	06/24/2009	Common stock	5,000	$ 21.68	D	Â
Stock option granted 7/1/02	Â (2)	06/30/2009	Common stock	15,000	$ 23.11	D	Â
Stock option granted 4/1/03	Â (2)	03/31/2010	Common stock	14,000	$ 15.48	D	Â

Reporting Owners

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

Signatures

Gregory A. Robbins, Attorney-in-fact	01/14/2005
**Signature of Reporting Person	Date

Explanation of Responses:

***** 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).

(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.

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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