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NIERENBERG INVESTMENT MANAGEMENT CO

Form 4/A July 25, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

Washington, D.C. 20549

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

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * NIERENBERG INVESTMENT MANAGEMENT CO			2. Issuer Name and Ticker or Trading Symbol BROOKS AUTOMATION INC [BRKS]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 19605 NE 8T		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/21/2008			Director 10% Owner Officer (give titleX Other (specify below) Not subject to Section 16						
F			4. If Amendment, Date Original Filed(Month/Day/Year) 07/21/2008					6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table	I - Non	-De	erivative S	Securi	ties Acc	quired, Disposed (of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	r) Execution any	ned n Date, if Day/Year)	Code (Instr. 8	3)	4. Securit nAcquired Disposed (Instr. 3,	(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 of Indirect Beneficial Ownership (Instr. 4)	
Common Stock (1)	07/21/2008(1)			P(1)		0 (1)	A	(1)	0 (1)	I (1)	For The Di Family Canadian Fund LP	

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

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OMB APPROVAL

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January 31,

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

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

 Title of 	2.	3. Transaction Date	3A. Deemed	4.		5.	6. Date Exerc	cisable and	7. Tit	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transa	ctio	nNumber	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code		of	(Month/Day/	Year)	Unde	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr.	8)	Derivative			Secur	ities	(Instr. 5)
	Derivative					Securities			(Instr	. 3 and 4)	
	Security					Acquired			`		
	J					(A) or					
						Disposed					
						of (D)					
						(Instr. 3,					
						4, and 5)					
						.,					
										Amount	
							Date	Expiration		or	
								Date	Title N	Number	
							LACICISAUIC	Date		of	
				Code	V	(A) (D)				Shares	

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Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
NIERENBERG INVESTMENT MANAGEMENT CO 19605 NE 8TH STREET CAMAS, WA 98607				Not subject to Section 16			
D3 Family Canadian Fund, L.P. 19605 NE 8TH STREET CAMAS, WA 98607				Not subject to Section 16			
NIERENBERG DAVID 19605 NE 8TH STREET CAMAS, WA 98607				Not subject to Section 16			

Signatures

David Nierenberg, President, Nierenberg Investment Management Co., Inc. (NIMCO)			
	**Signature of Reporting Person	Date	
David Nierenberg, President, (NIMCO), General Partner of the D3 Family Canadian Fund, LP			
	**Signature of Reporting Person	Date	
David Nierenberg		07/25/2008	
	**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) This amended Form 4 is filed solely for the purpose of retracting in its entirety the Form 4 filed by the reporting persons on July 23, 2008 with respect to the above named issuer. The reporting persons were not, as of the time of the transactions erroneously reported on such Form 4, direct of indirect beneficial owners of more than 10% of any class of equity securities registered by the above named issuer under

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Section 12 of the Securities Exchange Act of 1934 or persons otherwise subject to Section 16 of such Act.

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.