

NOVA MEASURING INSTRUMENTS LTD  
Form 6-K  
August 04, 2005

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**FORM 6-K**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549  
Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16  
of the **Securities Exchange Act of**  
**1934**

August 4<sup>th</sup>, 2005

**NOVA MEASURING INSTRUMENTS LTD.**

Building 22 Weitzmann Science Park, Rehovoth  
P.O.B 266

[Indicate by check mark whether the registrant files or will file  
annual reports under cover Form 20-F or Form 40-F.

Form 20-F x Form 40-F

[Indicate by check mark whether the registrant by furnishing the  
information contained in this Form is also thereby furnishing the  
information to the Commission pursuant to Rule 12g3-2(b) under the  
Securities Exchange Act of 1934.

Yes  No

If Yes is marked, indicate below the file number assigned to the  
registrant in connection with Rule 12g3-2(b): N/A.

Attached hereto and incorporated by way of reference herein the Registrants notice regarding 2005 Second Quarter Results

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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, thereunto duly authorized.

Nova Measuring Instruments Ltd  
Nova Measuring Instruments Ltd (the "Registrant")

August 4<sup>th</sup>, 2005

BY: /S/ Chai Toren

Chai Toren

Chief Financial Officer

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**Company Contact:**

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**Company Press Release**

**NOVA MEASURING INSTRUMENTS ANNOUNCES  
2005 SECOND QUARTER RESULTS**

**Rehovoth, Israel August 4, 2005** Nova Measuring Instruments, Ltd. (Nasdaq: NVMI), the market leader in integrated measurement and process control for the semiconductor industry, today reported its results for the second quarter of 2005.

Total revenues for the second quarter of 2005 were \$7.7 million, a 65% increase over revenues of \$4.6 million as reported for the first quarter of 2005, and a 25% decrease compared with revenues of \$10.2 million as reported for the second quarter of 2004.

The Company reported a gross profit of \$2.5 million for the second quarter of 2005 compared with gross profit of \$1.0 million for the first quarter of 2005, and gross profit of \$4.7 million for the second quarter of 2004. Gross margin for the second quarter of 2005 was 32% compared with 22% for the first quarter of 2005 and 46% for the second quarter of 2004.

Net loss in the second quarter of 2005 was \$1.9 million or \$0.12 per share, compared with a net loss of \$4.1 million or \$0.27 per share for the first quarter of 2005. In the second quarter of 2004, the company reported a net income of \$0.5 million or \$0.03 per share. At the end of the second quarter of 2005, cash and cash equivalents, bank deposits and held to maturity securities, short and long term, stood at \$23.9 million, a decrease of \$4.3 million compared with that of the previous quarter.

Dr. Giora Dishon, President & CEO of Nova commented, "We are pleased with the improvement in our results this quarter. We recently launched the new line of our advanced NovaScan 3090 systems. The new line includes systems for CMP, CD and Copper. The market reception has been very good, and these new systems contributed more than 20% of the system revenue this quarter. This, together with wins of large purchase orders with strategic customers during the quarter, contributed to our revenue growth. Furthermore, in the industry as a whole we are seeing signs of recovery, even though with still limited visibility. We therefore remain cautious, but optimistic.

Dr. Dishon continued, "As our systems continue to penetrate the process segments of Copper CMP and Etch for high volume manufacturing, we expect to gain market share in subsequent quarters. Looking to the future, towards more advanced technology nodes such as 45nm, we are continuing our investment in developing the leading edge next-generation metrology systems, which we believe will support our long-term growth."

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The Company will host a conference call on the same day, August 4<sup>th</sup>, 2005, at 09:00am EST. To participate please dial in the U.S: U.S Dial-in Numbers: 1-866-276-1002 *or internationally: +972-3-925-5910 at least 5 minutes before the start of the call. A conference call presentation will be available for download on the company's website [www.nova.co.il](http://www.nova.co.il), before and during the call.*

**About Nova**

Nova Measuring Instruments Ltd. develops, designs and produces integrated process control systems in the semiconductor manufacturing industry. Nova provides a broad range of integrated process control solutions that link between different semiconductor processes and process equipment. The Company's website is [www.nova.co.il](http://www.nova.co.il).

*This press release may contain forward-looking statements, including statements related to anticipated growth rates, manufacturing capacity and tax rate. Actual results may differ materially from those projected due to a number of risks, including changes in customer demands for our*

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products, new product offerings from our competitors, changes in or an inability to execute our business strategy, unanticipated manufacturing or supply problems, or changes in tax requirements. Nova cannot guarantee future results, levels of activity, performance or achievements. The matters discussed in this press release also involve risks and uncertainties summarized under the heading *Risk Factors* in Nova's Form F-1 filed with the Securities and Exchange Commission on April 9, 2000. These factors are updated from time to time through the filing of reports and registration statements with the Securities and Exchange Commission. Nova Measuring Instruments Ltd. does not assume any obligation to update the forward-looking information contained in this press release.

(Tables to Follow)

**NOVA MEASURING INSTRUMENTS LTD.**  
**CONSOLIDATED STATEMENT OF OPERATIONS**

(U.S. dollars in thousands, except per share data)

	Three- month period ended	
	June 30, 2005	March 31, 2005
	(unaudited)	
<b>REVENUES</b>		
Product sales	5,603	3,363
Services	2,059	1,273
	<u>7,662</u>	<u>4,636</u>
<b>COST OF REVENUES</b>		
Product sales	3,164	2,067
Services	2,014	1,571
	<u>5,178</u>	<u>3,638</u>
<b>GROSS PROFIT</b>	<u>2,484</u>	<u>998</u>
<b>OPERATING EXPENSES</b>		
Research & Development expenses, net	2,114	2,917
Sales & Marketing expenses	1,731	1,710
General & Administrative expenses	758	711
	<u>4,603</u>	<u>5,338</u>
<b>OPERATING LOSS</b>	<u>(2,119)</u>	<u>(4,340)</u>
<b>INTEREST INCOME</b>	<u>196</u>	<u>193</u>
<b>LOSS FOR THE PERIOD</b>	<u>(1,923)</u>	<u>(4,147)</u>
<b>LOSS PER SHARE</b>	<u>(0.12)</u>	<u>(0.27)</u>

Three- month period ended

Shares used in calculation of basic loss per share (in thousands)	15,401	15,339
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**NOVA MEASURING INSTRUMENTS LTD.**  
**CONSOLIDATED STATEMENT OF OPERATIONS**

(U.S. dollars in thousands, except per share data)

	Three-month period ended	
	June 30, 2005	June 30, 2004
	(unaudited)	
<b>REVENUES</b>		
Product sales	5,603	7,921
Services	2,059	2,296
	<u>7,662</u>	<u>10,217</u>
<b>COST OF REVENUES</b>		
Product sales	3,164	3,784
Services	2,014	1,729
	<u>5,178</u>	<u>5,513</u>
<b>GROSS PROFIT</b>	<u>2,484</u>	<u>4,704</u>
<b>OPERATING EXPENSES</b>		
Research & Development expenses, net	2,114	2,045
Sales & Marketing expenses	1,731	1,666
General & Administrative expenses	758	641
	<u>4,603</u>	<u>4,352</u>
<b>OPERATING PROFIT (LOSS)</b>	<u>(2,119)</u>	352
<b>INTEREST INCOME</b>	<u>196</u>	<u>98</u>
<b>PROFIT (LOSS) FOR THE PERIOD</b>	<u>(1,923)</u>	<u>450</u>
<b>EARNINGS (LOSS) PER SHARE</b>	<u>(0.12)</u>	<u>0.03</u>
Shares used in calculation of basic loss per share (in thousands)	15,401	15,261

Three-month period ended

**NOVA MEASURING INSTRUMENTS LTD.**  
**CONSOLIDATED STATEMENT OF OPERATIONS**

(U.S. dollars in thousands, except per share data)

	Six-month period ended	
	June 30, 2005	June 30, 2004
	(unaudited)	
<b>REVENUES</b>		
Product sales	8,966	15,392
Services	3,332	3,997
	<u>12,298</u>	<u>19,389</u>
<b>COST OF REVENUES</b>		
Product sales	5,231	7,389
Services	3,585	3,231
	<u>8,816</u>	<u>10,620</u>
<b>GROSS PROFIT</b>	<u>3,482</u>	<u>8,769</u>
<b>OPERATING EXPENSES</b>		
Research & Development expenses, net	5,031	4,171
Sales & Marketing expenses	3,441	3,169
General & Administrative expenses	1,469	1,098
	<u>9,941</u>	<u>8,438</u>
<b>OPERATING PROFIT (LOSS)</b>	<u>(6,459)</u>	<u>331</u>
<b>INTEREST INCOME</b>	<u>389</u>	<u>188</u>
<b>PROFIT (LOSS) FOR THE PERIOD</b>	<u>(6,070)</u>	<u>519</u>
<b>EARNINGS (LOSS) PER SHARE</b>	<u>(0.39)</u>	<u>0.03</u>
<b>Comments:</b>		
1. Employee Stock Based Compensation expenses	<u>-</u>	<u>122</u>
2. Shares for calculation of earnings (loss) per share		

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Basic	Six-month period ended 15,394	15,243
	<u>15,742</u>	<u>15,243</u>
Diluted	15,742	15,243
	<u>15,742</u>	<u>15,243</u>

**NOVA MEASURING INSTRUMENTS LTD.**  
**CONSOLIDATED BALANCE SHEET**  
(U.S. dollars in thousands)

	As of June 30, 2005	As of Dec. 31, 2004
	(unaudited)	(audited)
<b>CURRENT ASSETS</b>		
Cash and cash equivalents	5,708	12,171
Short-term interest-bearing bank deposits	1,623	1,916
Held to maturity securities	6,337	5,280
Trade accounts receivable (Net of \$40 allowance for doubtful accounts in June 30,2005, no allowance on December 31,2004)	5,350	7,461
Inventories	4,773	5,239
Other current assets	1,338	1,169
	<u>25,129</u>	<u>33,236</u>
<b>LONG-TERM ASSETS</b>		
Long-term interest-bearing bank deposits	3,635	2,145
Held to maturity securities	6,647	9,292
Other long-term assets	378	382
Severance pay funds	2,091	2,288
Fixed assets, net	2,514	2,119
	<u>15,265</u>	<u>16,226</u>
	<u>40,394</u>	<u>49,462</u>
<b>CURRENT LIABILITIES</b>		
Trade accounts payable	3,758	5,016
Other current liabilities	5,074	6,389
	<u>8,832</u>	<u>11,405</u>
<b>LONG-TERM LIABILITIES</b>		
Liability for employee termination benefits	2,777	3,075
Deferred Income	390	369
Other long-term liability	100	145
	<u>3,267</u>	<u>3,589</u>

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	As of June 30, 2005	As of Dec. 31, 2004
<b>SHAREHOLDERS' EQUITY</b>	46	46
Additional paid- in capital	73,499	73,333
Accumulated other comprehensive income (loss)	(261)	8
Accumulated deficit	(44,989)	(38,919)
	<u>28,295</u>	<u>34,468</u>
	<u>40,394</u>	<u>49,462</u>