Edgar Filing: Kocher Rollin - Form 4/A

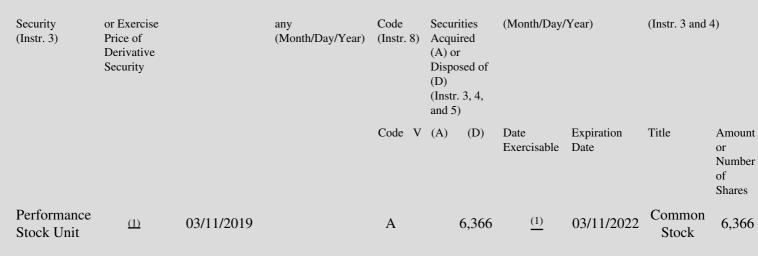
Kocher Rollir Form 4/A	1								
March 15, 20	19								
FORM	4	~ ~ ~ ~ ~ ~ ~	~~~~						PPROVAL
	UNITED	STATES		RITIES A shington			E COMMISSIO	N OMB Number:	3235-0287
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin <i>See</i> Instruct 1(b).	5. 5. Filed pur s nue. Section 17(STATEMENT OF CHANGES IN 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							January 31, 2005 average Jrs per . 0.5
(Print or Type R	esponses)								
1. Name and Address of Reporting Person <u>*</u> Kocher Rollin			2. Issuer Name and Ticker or Trading Symbol NANOMETRICS INC [NANO]				5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First) (1	Sirst) (Middle) 3. Date of Earliest Transaction			n	(Check all applicable)			
C/O NANON INCORPOR BUCKEYE I	(Month/Day/Year) 03/11/2019			Director 10% Owner X Officer (give title Other (specify below) below) SVP, Sales and Marketing					
MILPITAS,	(Street) CA 95035		4. If Amendment, Date Original Filed(Month/Day/Year) 03/13/2019			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 			
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivativ	ve Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
	2. Transaction Date Month/Day/Year)	Execution any	Date, if	3. Transactic Code (Instr. 8) Code V	Dispose (Instr. 3	ed (A) or ed of (D) (A, 4 and 5) (A) or	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)
Reminder: Repo	rt on a separate line	e for each cl	ass of sec	urities bene	Pers info requ disp	sons who re rmation con uired to resp	or indirectly. spond to the collect tained in this form ond unless the fo ently valid OMB co	n are not orm	SEC 1474 (9-02)

 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 of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities

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Reporting Owners

Reporting Owner Name / Address		Relationships					
1	Director	10% Owner	Officer	Other			
Kocher Rollin C/O NANOMETRICS, INCORPORA 1550 BUCKEYE DRIVE MILPITAS, CA 95035	TED		SVP, Sales and Marketing				
Signatures							
/s/ Janet Taylor, Attorney-in-Fact	03/15/2019						

**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).

Shares are represented by performance stock units. Each performance stock unit represents a contingent right to receive one share of(1) NANO common stock. The performance stock units vest on an annual basis, in equal 1/3rd target increments, over a three-year period from the award date, provided that certain price performance targets are met.

Remarks:

This amendment is being made to reflect the amount of performance stock units at 150% of target.

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.