

VEECO INSTRUMENTS INC  
Form 8-K  
January 09, 2003

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## SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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### FORM 8-K

#### CURRENT REPORT

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#### Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

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Date of Report (Date of earliest event reported): January 8, 2003

### VEECO INSTRUMENTS INC.

*(Exact name of registrant as specified in its charter)*

**Delaware**  
*(State or other jurisdiction  
of incorporation)*

**0-16244**  
*(Commission  
File Number)*

**11-2989601**  
*(I.R.S. Employer  
Identification No.)*

**100 Sunnyside Boulevard, Woodbury, New York**  
*(Address of principal executive offices)*

**11797**  
*(Zip Code)*

Registrant's telephone number, including area code: **(516) 677-0200**

**Not applicable.**

*(Former name or former address, if changed since last report.)*

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#### Item 5. Other Events

On January 8, 2003, Veeco Instruments Inc. ("Veeco"), Venice Acquisition Corp. ("Acquisition") and FEI Company ("FEI") entered into a Termination Agreement (the "Termination Agreement") pursuant to which the parties mutually agreed to terminate the Agreement and Plan of Merger, dated as of July 11, 2002, by and among Veeco, Acquisition and FEI (the "Merger Agreement"). A copy of the Termination Agreement is attached hereto as Exhibit 99.1 and is hereby incorporated by reference in its entirety.

On January 9, 2003, Veeco and FEI issued a joint press release announcing the termination of the Merger Agreement. A copy of the joint press release is attached hereto as Exhibit 99.2 and is hereby incorporated by reference in its entirety.

#### Item 7. Financial Statements and Exhibits

99.1 Termination Agreement, dated as of January 8, 2003, by and among Veeco Instruments Inc., Venice Acquisition Corp. and FEI Company.

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99.2 Joint press release of Veeco Instruments Inc. and FEI Company, issued on January 9, 2003.

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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 hereunto duly authorized.

Dated: January 9, 2003

**VEECO INSTRUMENTS INC.**

By: /s/ GREGORY A. ROBBINS

Name: Gregory A. Robbins  
Title: Vice President and General Counsel

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**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Termination Agreement, dated as of January 8, 2003, by and among Veeco Instruments Inc., Venice Acquisition Corp. and FEI Company.
99.2	Joint press release of Veeco Instruments Inc. and FEI Company, issued on January 9, 2003.

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SIGNATURES

EXHIBIT INDEX