

NANOMETRICS INC  
Form 8-K/A  
April 27, 2012

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

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FORM 8-K/A  
Amendment No. 1

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CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934  
April 26, 2012  
Date of Report (date of earliest event reported)

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Nanometrics Incorporated  
(Exact name of Registrant as specified in charter)

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Delaware	0-13470	94-2276314
(State or other jurisdiction of incorporation)	(Commission File Number)	(I. R. S. Employer Identification No.)
1550 Buckeye Drive, Milpitas, California 95035	Registrant's telephone number, including area code: (408) 545-6000	
(Address of principal executive offices)	N/A	
(Former name or former address, if changed since last report)		

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



EXPLANATORY NOTE

This report is being filed for the sole purpose of filing Exhibit 99.1, consisting of issuer's press release, dated April 26, 2012, reporting financial results for its first quarter ended March 31, 2012. The press release filed as an exhibit with this report corrects the inadvertent omission of information from the previously filed exhibit, so that it properly reflects the text of the actual press release as circulated on April 26, 2012.

Item 9.01 - Financial Statements and Exhibits.  
(d) Exhibits.

Exhibit No.	Description
99.1	Press release issued by Nanometrics Incorporated dated April 26, 2012, reporting financial results for its first quarter ended March 31, 2012.

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Signature

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: April 27, 2012

NANOMETRICS INCORPORATED

/S/ Ronald W. Kisling  
Ronald W. Kisling  
Chief Financial Officer

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INDEX TO EXHIBITS

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