## Edgar Filing: NANOMETRICS INC - Form 4

NANOMET	RICS INC											
Form 4												
August 21, 2	2013											
FORM	4				~		~			OMB AF	PROVAL	
	UNITED	STATES				ND EX( D.C. 20		NGE C	COMMISSION	OMB Number:	3235-0287	
Check th if no long	10t									Expires:	January 31,	
subject to		MENT O	F CHAN				ICIA	LOW	Estimated a	2005 Iverage		
	Section 16. SECURITIES								burden hours per			
Form 4 o Form 5		manament to 1	Section 1	f(a) of	tha	Saarria	ion F	vohono	a A at of $1024$	response	0.5	
obligatio	<b>n</b> o <b>*</b>							•	e Act of 1934, 1935 or Sectior	h		
may cont <i>See</i> Instru 1(b).	linue.		of the In	•		•	· ·			1		
(Print or Type I	Responses)											
KISLING RONALD W Syr			Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol NANOMETRICS INC [NANO]					5. Relationship of Reporting Person(s) to Issuer			
						_		<b>^</b> ]	(Check all applicable)			
(Last)	(First) (	Middle)	3. Date of (Month/D			insaction			Director	10%	Owner	
C/O NANO	METRICS, INC	., 1550	08/21/2	-	)				Officer (give	title Othe	er (specify	
BUCKEYE	DRIVE								below) Chief F	below) Financial Offic	er	
	(Street)		4 If Ame	ndment	Dat	e Origina	1					
				Amendment, Date Original d(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line)			
MILPITAS	, CA 95035		,	ĩ	,				_X_ Form filed by C Form filed by M Person			
(City)	(State)	(Zip)	Tabl	e I - No	n-De	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)					Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
				<b>a</b> .			or		Transaction(s) (Instr. 3 and 4)			
Common				Code	V	Amount	(D)	Price \$	(			
Stock	08/21/2013			S <u>(1)</u>		125	D	پ 13.55	25,060	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

]	1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. oriNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Addr	ess	Relationships								
	Director	10% Owner	Officer	Other						
KISLING RONALD W C/O NANOMETRICS, INC 1550 BUCKEYE DRIVE MILPITAS, CA 95035	2.		Chief Financial Officer							
Signatures										
/s/ Ronald W. Kisling	08/21/2013									
<u>**</u> Signature of	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) Sale of shares pursuant to Rule 10b5-1 Plan adopted on May 3, 2013.

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.

Reporting Person