

NANOMETRICS INC

Form 3

November 07, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Â SCHAEFER GARY C

(Last) (First) (Middle)

C/O NANOMETRICS  
INCORPORATED,Â 1550  
BUCKEYE DRIVE

(Street)

MILPITAS,Â CAÂ 95035

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

11/05/2007

3. Issuer Name and Ticker or Trading Symbol  
NANOMETRICS INC [NANO]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

CFO and VP, Administration

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting Person☐ Form filed by More than One Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities Beneficially Owned  
(Instr. 4)3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and Expiration Date  
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security  
(Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership  
(Instr. 5)

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|                                              |                           |            |                 | Shares |         | or Indirect<br>(I)<br>(Instr. 5) |   |
|----------------------------------------------|---------------------------|------------|-----------------|--------|---------|----------------------------------|---|
| Non-qualified Stock<br>Option (Right to buy) | 05/24/2008 <sup>(1)</sup> | 05/24/2014 | Common<br>Stock | 40,000 | \$ 6.12 | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address                                                              | Relationships |           |                              |  | Other |
|---------------------------------------------------------------------------------------------|---------------|-----------|------------------------------|--|-------|
|                                                                                             | Director      | 10% Owner | Officer                      |  |       |
| SCHAEFER GARY C<br>C/O NANOMETRICS INCORPORATED<br>1550 BUCKEYE DRIVE<br>MILPITAS, CA 95035 | Â             | Â         | Â CFO and VP, Administration |  | Â     |

## Signatures

/s/ Quentin Wright, by power of attorney  
11/07/2007  
 \*\*Signature of Reporting Person                      Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) The option vests in three equal annual installments beginning on May 24, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.  
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