

**Edgar Filing: NANOMETRICS INC - Form 8-K**

NANOMETRICS INC  
 Form 8-K  
 March 07, 2005

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

FORM 8-K

CURRENT REPORT

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

March 1, 2005  
 Date of Report (date of earliest event reported)

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

California                                      0-13470                                      94-2276314  
 (State or other jurisdiction of      (Commission File Number)      (I. R. S. Employer  
 incorporation)                                      Identification No.)

1550 Buckeye Drive, Milpitas, California 95035  
 (Address of principal executive offices)

Registrant's telephone number, including area code: (408) 435-9600

N/A  
 (Former name or former address, if changed since last report)

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))

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Item 1.01 - Entry into a Material Definitive Agreement.

On March 1, 2005, the Compensation/Stock Option Committee of Nanometrics Incorporated approved an increase in the base salaries of officers who are expected to be named executive officers of the Company (as that term is defined by Item 402(a)(3) of Regulation S-K) for the fiscal year ending December 31, 2005. The base annual salaries for fiscal year 2005 have been changed as set forth in the table below.

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John D. Heaton, Chief Executive Officer

From \$349,999 to \$367,498

Paul B. Nolan, Vice President and Chief Financial Officer

From \$189,757 to \$191,654

Roger Ingalls Jr., Vice President of Sales

From \$194,039 to \$205,028

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: March 7, 2005

NANOMETRICS INCORPORATED

/s/ Paul B. Nolan

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Paul B. Nolan

Chief Financial Officer