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VEECO INSTRU Form 4 June 21, 2005	MENTS IN	C									
FORM 4									-	PPROVAL	
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							N OMB Number:	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.	suant to S a) of the F	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940						Estimated a burden hou response	Estimated average burden hours per response 0.5		
See Instruction 1(b).		50(II) (or the fi	ivestillent	Compan	iy At		240			
(Print or Type Respon	ises)										
1. Name and Address of Reporting Person <u>*</u> KIERNAN JOHN P			2. Issuer Name and Ticker or Trading Symbol VEECO INSTRUMENTS INC [VECO]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (1) VEECO INSTRU SUNNYSIDE BO SUITE B	JMENTS IN		(Month/I	f Earliest T Day/Year) 2005	ransaction			Director X Officer (giv below) VP Finan		6 Owner ler (specify ntroller	
(5				nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
WOODBURY, N	NY 11797								More than One R		
(City) (S	State)	(Zip)	Tab	le I - Non-I	Derivative	Secu	rities A	cquired, Disposed (of. or Beneficia	llv Owned	
	nsaction Date th/Day/Year)	2A. Deeme Execution I any (Month/Da	d Date, if	3. Transactio Code (Instr. 8) Code V	4. Securit: nAcquired Disposed (Instr. 3, 4	ies (A) or of (D) and the (A) or	r)	5. Amount of Securities Beneficially Owned		7. Nature of Indirect	
Reminder: Report on	a separate line	e for each cla	uss of secu	urities benef	•		•	or indirectly.	otion of	SEC 1474	

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 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)	or Exercise ar		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	5. Number iorDerivative Securities Acquired (or Dispose (D) (Instr. 3, 4 and 5)	/e Expiration D s (Month/Day/ I (A) sed of		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	' (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Purchase)	\$ 16.56	06/17/2005		А	15,000		<u>(1)</u>	06/16/2012	Common Stock	15,000	
Reporting Owners											
Reporting Owner Name / Address			Relatio								
			Director	10% Owne	er Officer				Other		
KIERNAN JOHN P VEECO INSTRUMENTS INC., 100 SUNNYSIDE BOULEVARD SUITE WOODBURY, NY 11797			ΈB	VP Finance & Corp. Controller							
Signat	ures										
Gregory A. Robbins, Attorney-in-fact		06/21/2005									

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**Signature of Reporting Person

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).

Date

(1) $\frac{100\%}{100\%}$ of this option grant is exercisable on $\frac{12}{17}$, the six-month anniversary of the date of grant. Shares underlying the option are restricted from transfer, with the restriction lapsing on the second anniversary of the date of the option grant ($\frac{6}{17}$).

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.