

NANOMETRICS INC  
Form 8-K  
May 08, 2012

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

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FORM 8-K

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CURRENT REPORT

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

April 23, 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		
(Address of principal executive offices)		
Registrant's telephone number, including area code: (408) 545-6000		
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))

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Item 1.01 - Entry into a Material Definitive Agreement.

On April 23, 2012, Nanometrics Incorporated (the "Company") and Comerica Bank executed a Fifth Amendment to Loan and Security Agreement related to the Company's revolving credit facility of \$20.0 million, which amendment (i) extended the maturity date of the facility by two years to April 30, 2014, (ii) decreased the unused revolving line commitment fee from 0.1875% per annum to 0.10% per annum, and (iii) reduced the minimum interest rate on borrowings from 5.75% to 3.0% per annum. The remaining substantive provisions of the facility are not materially changed by the amendment.

Item 2.03 - Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

The disclosure in Item 1.01 above is incorporated into this Item 2.03 by reference.

Item 9.01 - Financial Statements and Exhibits.

Exhibit No.	Description
99.1	Fifth Amendment to Loan and Security Agreement by and between Comerica Bank and Nanometrics Incorporated dated April 23, 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: May 8, 2012

NANOMETRICS INCORPORATED

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

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INDEX TO EXHIBITS

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