

ULTRATECH INC

Reported by
GHOSH DAVE

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 05/09/17 for the Period Ending 05/05/17

Address	3050 ZANKER RD SAN JOSE, CA 95134
Telephone	4083218835
CIK	0000909791
Symbol	UTEK
SIC Code	3559 - Special Industry Machinery, Not Elsewhere Classified
Industry	Semiconductor Equipment & Testing
Sector	Technology
Fiscal Year	12/31

FORM 4

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

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person - *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Ghosh Dave			ULTRATECH INC [UTEK]			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Senior Vice President, Global		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
3050 ZANKER ROAD			5/5/2017					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
SAN JOSE, CA 95134						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	5/5/2017		M		332	A	\$18.65	66704 (1)	D	
Common Stock	5/5/2017		S		332	D	\$30.5425 (2)	66372 (1)	D	
Common Stock	5/5/2017		M		3776	A	\$18.65	70148 (1)	D	
Common Stock	5/5/2017		S		3776	D	\$30.5425 (2)	66372 (1)	D	
Common Stock	5/5/2017		M		4100	A	\$18.92	70472 (1)	D	
Common Stock	5/5/2017		S		4100	D	\$30.5425 (2)	66372 (1)	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Incentive Stock Option (right to buy)	\$18.65	5/5/2017		M		3776		12/31/2010 (3)	10/25/2020	Common Stock	3776	\$0.0	1106	D	
Incentive Stock Option (right to buy)	\$18.92	5/5/2017		M		4100		12/31/2010 (3)	7/25/2020	Common Stock	4100	\$0.0	1200	D	
Non-Qualified Stock Option (right to buy)	\$18.65	5/5/2017		M		332		12/31/2010 (3)	10/25/2020	Common Stock	332	\$0.0	95	D	

Explanation of Responses:

- Includes 49,520 shares subject to outstanding and unvested restricted stock units that are payable, upon vesting, in Issuer common stock
- Represents the weighted average sale price per share. The actual sale prices ranged from a low of \$30.53 per share to a high of \$30.57 per share. The Reporting Person undertakes to provide upon request by the staff of the Securities and Exchange Commission, the Issuer or any security holder of the Issuer full information regarding the number of shares sold at each separate price.
- The option will become exercisable with respect to twelve percent (12%) of the option shares upon the Reporting Person's completion of one (1) year of service with the Issuer after the grant date and the balance of the option shares in eighty-eight (88) successive equal monthly installments upon the Reporting Person's completion of each month of service with the Issuer over the eighty-eight (88) month period measured from the first anniversary of the grant date. The first vesting dates are indicated above.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ghosh Dave 3050 ZANKER ROAD			Senior Vice President, Global	

Signatures

Dave Ghosh

**Signature of Reporting Person

5/9/2017

Date

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

- * 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).

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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