

RUDOLPH TECHNOLOGIES INC
 Form 4
 May 08, 2006

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
 LITTLE NATHAN H

2. Issuer Name and Ticker or Trading Symbol
 RUDOLPH TECHNOLOGIES INC
 [RTEC]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 05/04/2006

____ Director
 Officer (give title below) _____ 10% Owner
 _____ Other (specify below)
 Executive Vice President & GM

C/O RUDOLPH TECHNOLOGIES, INC., ONE RUDOLPH ROAD, PO BOX 1000

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

FLANDERS, NJ 07836

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock ⁽¹⁾	05/04/2006		M		13,400	A	\$ 14.62
Common Stock ⁽¹⁾	05/04/2006		S		13,400	D	\$ 19
Common Stock ⁽¹⁾	05/04/2006		M		200	A	\$ 14.62
Common Stock ⁽¹⁾	05/04/2006		S		200	D	\$ 19.02
	05/04/2006		M		1,100	A	

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Common Stock <u>(1)</u>					\$				14.62
Common Stock <u>(1)</u>	05/04/2006		S	1,100	D	\$	6,214		19.03
Common Stock <u>(1)</u>	05/04/2006		M	100	A	\$	6,314		14.62
Common Stock <u>(1)</u>	05/04/2006		S	100	D	\$	6,214		19.04
Common Stock <u>(1)</u>	05/04/2006		M	100	A	\$	6,314		14.62
Common Stock <u>(1)</u>	05/04/2006		S	100	D	\$	6,214		19.05
Common Stock <u>(1)</u>	05/04/2006		M	100	A	\$	6,314		14.62
Common Stock <u>(1)</u>	05/04/2006		S	100	D	\$	6,214		19.08

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 14.62	05/04/2006		M	13,400	<u>(2)</u> 10/17/2012	Common Stock	13,400
Non-Qualified Stock Option (right to buy) <u>(1)</u>	\$ 14.62	05/04/2006		M	200	<u>(2)</u> 10/17/2012	Common Stock	200
	\$ 14.62	05/04/2006		M	1,100	<u>(2)</u> 10/17/2012		1,100

