

ODELL JEFFREY L  
Form 4  
May 05, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
ODELL JEFFREY L

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)  
4900 WEST 78TH STREET  
(Street)

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

Director  10% Owner  
 Officer (give title below)  Other (specify below)

BLOOMINGTON, MN 55435  
(City) (State) (Zip)

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

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/04/2006		S <sup>(1)</sup>		73	D	\$ 18.04
Common Stock	05/04/2006		S <sup>(1)</sup>		584	D	\$ 18.05
Common Stock	05/04/2006		S <sup>(1)</sup>		3,650	D	\$ 18.06
Common Stock	05/04/2006		S <sup>(1)</sup>		14,210	D	\$ 18.09
Common Stock	05/04/2006		S <sup>(1)</sup>		73	D	\$ 18.1

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Common Stock	05/04/2006	<u>S(1)</u>	146	D	\$ 18.11	210,611	D
Common Stock	05/04/2006	<u>S(1)</u>	539	D	\$ 18.12	210,072	D
Common Stock	05/04/2006	<u>S(1)</u>	146	D	\$ 18.14	209,926	D
Common Stock	05/04/2006	<u>S(1)</u>	73	D	\$ 18.16	209,853	D
Common Stock	05/04/2006	<u>S(1)</u>	69	D	\$ 18.22	209,784	D
Common Stock	05/04/2006	<u>S(1)</u>	73	D	\$ 18.26	209,711	D
Common Stock	05/04/2006	<u>S(1)</u>	2,172	D	\$ 18.31	207,539	D
Common Stock	05/04/2006	<u>S(1)</u>	73	D	\$ 18.32	207,466	D
Common Stock	05/04/2006	<u>S(1)</u>	73	D	\$ 18.33	207,393	D
Common Stock	05/04/2006	<u>S(1)</u>	73	D	\$ 18.34	207,320	D
Common Stock	05/04/2006	<u>S(1)</u>	1,606	D	\$ 18.35	205,714	D
Common Stock	05/04/2006	<u>S(1)</u>	292	D	\$ 18.36	205,422	D
Common Stock	05/04/2006	<u>S(1)</u>	73	D	\$ 18.37	205,349	D
Common Stock	05/04/2006	<u>S(1)</u>	967	D	\$ 18.38	204,382	D
Common Stock	05/04/2006	<u>S(1)</u>	438	D	\$ 18.39	203,944	D
Common Stock	05/04/2006	<u>S(1)</u>	73	D	\$ 18.4	203,871	D
Common Stock	05/04/2006	<u>S(1)</u>	3,650	D	\$ 18.49	200,221	D
Common Stock	05/04/2006	<u>S(1)</u>	3,650	D	\$ 18.73	196,571	D
Common Stock	05/04/2006	<u>S(1)</u>	39	D	\$ 18.74	196,532	D
Common Stock	05/04/2006	<u>S(1)</u>	5,895	D	\$ 18.85	190,637	D
	05/04/2006	<u>S(1)</u>	146	D		190,491	D

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Common Stock						\$			
						18.87			
Common Stock	05/04/2006		S <sup>(1)</sup>	73	D	\$	190,418	D	
						18.88			

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

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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)	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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ODELL JEFFREY L 4900 WEST 78TH STREET BLOOMINGTON, MN 55435			X	

## Signatures

/s/ Robert K. Ranum as Attorney-in-Fact for Jeffrey L. O'Dell pursuant to Power of Attorney previously filed

05/05/2006

\_\_Signature of Reporting Person

Date

## 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).
- (1) Sold pursuant to rule 10b5-1 trading plan dated February 28, 2006.

**Remarks:**

This is part 2 of 6.

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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