

NOVA MEASURING INSTRUMENTS LTD  
Form 6-K  
May 02, 2006

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**FORM 6-K**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549  
Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16  
of the **Securities Exchange Act of**  
**1934**

May 2<sup>nd</sup>, 2006

**NOVA MEASURING INSTRUMENTS LTD.**

Building 22 Weitzmann Science Park, Rehovoth  
P.O.B 266

[Indicate by check mark whether the registrant files or will file  
annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F

[Indicate by check mark whether the registrant by furnishing the  
information contained in this Form is also thereby furnishing the  
information to the Commission pursuant to Rule 12g3-2(b) under the  
Securities Exchange Act of 1934.

Yes  No

If  Yes is marked, indicate below the file number assigned to the  
registrant in connection with Rule 12g3-2(b): N/A.

Attached hereto and incorporated by way of reference herein the Registrants notice regarding Nova Measuring Instruments Chairman Barry Cox resignation.

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Signatures

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, thereunto duly authorized.

May 2<sup>nd</sup>, 2006

Nova Measuring Instruments Ltd  
Nova Measuring Instruments Ltd (the Registrant )

BY: /S/ Dror David

Dror David  
Chief Financial Officer

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**BARRY COX RESIGNS AS CHAIRMAN OF NOVA MEASURING INSTRUMENTS TO FOCUS ON OTHER OBLIGATIONS**

**Rehovoth, Israel May 2, 2006** Nova Measuring Instruments, Ltd. (Nasdaq: NVMI), the market leader in integrated metrology and process control for the semiconductor industry, today announced that its non-executive Chairman, Barry L. Cox, has resigned in order to devote more time to other activities.

Mr. Cox, formerly President of Intel Europe and also with Lightspeed Venture Partners since 2000, had been Chairman of Nova since May 2003. Nova's Board of Directors, which will meet to formally accept Mr. Cox's resignation on May 4, wishes to acknowledge his dedication and contributions to the company over the past three years and extends its best wishes for success in his other activities.

Nova is poised to embark on a new phase in its growth and development, so this appears to be a good opportunity for a change in the leadership of the Board of Directors, said Mr. Cox. The past three years as Chairman of Nova have been most rewarding and I wish the company continued success and growth.

The Nomination Committee of Nova's Board of Directors will immediately undertake a search to recruit a new non-executive Chairman.

**About Nova**

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Nova Measuring Instruments Ltd. Develops, designs and produces integrated process control systems in the semiconductor manufacturing industry. Nova provides a broad range of integrated process control solutions that link between different semiconductor processes and process equipment. The Company's website is [www.nova.co.il](http://www.nova.co.il).

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*This press release contains forward-looking statements within the meaning of safe harbor provisions of the Private Securities Litigation Reform Act of 1995 relating to future events or our future performance, such as statements regarding Nova's anticipated future growth and development.. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or implied in those forward-looking statements. These risks and other factors include but are not limited to: changes in customer demands for our products, new product offerings from our competitors, changes in or an inability to execute our business strategy, unanticipated manufacturing or supply problems, changes in tax requirements and changes in customer demand for our products. We cannot guarantee future results, levels of activity, performance or achievements. The matters discussed in this press release also involve risks and uncertainties summarized under the heading "Risk Factors" in Nova's Annual Report on Form 20-F for the year ended December 31, 2004 filed with the Securities and Exchange Commission on June 28, 2005. These factors are updated from time to time through the filing of reports and registration statements with the Securities and Exchange Commission. Nova Measuring Instruments Ltd. does not assume any obligation to update the forward-looking information contained in this press release.*

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