

NIERENBERG INVESTMENT MANAGEMENT CO
 Form 4/A
 July 25, 2008

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 *
 NIERENBERG INVESTMENT MANAGEMENT CO

2. Issuer Name and Ticker or Trading Symbol
 BROOKS AUTOMATION INC [BRKS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 19605 NE 8TH STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 07/21/2008

___ Director ___ 10% Owner
 ___ Officer (give title below) ___X___ Other (specify below)
 Not subject to Section 16

CAMAS, WA 98607
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
 07/21/2008

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 ___X___ 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 Ownership (Instr. 4) | | | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|----------------|---|----------------|------------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | | | |
| Common Stock ⁽¹⁾ | 07/21/2008 ⁽¹⁾ | | P ⁽¹⁾ | 0 | ⁽¹⁾ | A | ⁽¹⁾ | 0 | ⁽¹⁾ | I | ⁽¹⁾ | For The D3 Family Canadian Fund LP |

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

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Section 12 of the Securities Exchange Act of 1934 or persons otherwise subject to Section 16 of such Act.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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