

NEWPORT CORP
Form 424B3
August 16, 2007

- * Less than 1%
- (1) Includes shares of common stock issuable upon conversion of the notes.
- (2) Assumes a conversion rate of 41.5861 shares per \$1,000 principal amount of notes and a cash payment in lieu of any fractional interest.
- (3) This selling securityholder is an affiliate of a broker dealer and purchased the notes in the ordinary course of business. At the time this selling securityholder purchased the notes, it had no agreements or understandings, directly or indirectly, with any person to distribute the notes or the shares of common stock issuable upon conversion of the notes.
- (4) This selling securityholder is a broker dealer and is, therefore, deemed an

underwriter by
the SEC.

The date of this prospectus supplement is August 16, 2007.