

MKS INSTRUMENTS INC  
Form 4  
February 26, 2007

**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 \*  
KAHL HANS JOCHEN

(Last) (First) (Middle)

90 INDUSTRIAL WAY

(Street)

WILMINGTON, MA 01887

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

MKS INSTRUMENTS INC [MKSI]

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

02/22/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common                          | 02/22/2007                           |  | M <sup>(1)</sup>               |   | 1,500   | A  | \$ 20.07                          |
|                                 |                                      |  |                                |   |   |  | 4,487                             |
| Common                          | 02/22/2007                           |  | M <sup>(1)</sup>               |   | 1,000   | A  | \$ 20.07                          |
|                                 |                                      |  |                                |   |   |  | 5,487                             |
| Common                          | 02/22/2007                           |  | M <sup>(1)</sup>               |   | 1,500   | A  | \$ 20.07                          |
|                                 |                                      |  |                                |   |   |  | 6,987                             |
| Common                          | 02/22/2007                           |  | M <sup>(1)</sup>               |   | 200   | A  | \$ 20.07                          |
|                                 |                                      |  |                                |   |   |  | 7,187                             |
| Common                          | 02/22/2007                           |  | M <sup>(1)</sup>               |   | 600   | A  | \$ 20.07                          |
|                                 |                                      |  |                                |   |   |  | 7,787                             |
| Common                          | 02/22/2007                           |  | M <sup>(1)</sup>               |   | 2,700   | A  |                                   |
|                                 |                                      |  |                                |   |   |  | 10,487                            |

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|        |            |  |                         |       |   | \$       |        |   |
|--------|------------|--|-------------------------|-------|---|----------|--------|---|
|        |            |  |                         |       |   | 20.07    |        |   |
| Common | 02/22/2007 |  | <u>M</u> <sup>(1)</sup> | 800   | A | \$ 20.07 | 11,287 | D |
| Common | 02/22/2007 |  | <u>M</u> <sup>(1)</sup> | 3,700 | A | \$ 20.07 | 14,987 | D |
| Common | 02/22/2007 |  | <u>S</u> <sup>(1)</sup> | 1,500 | D | \$ 24.88 | 13,487 | D |
| Common | 02/22/2007 |  | <u>S</u> <sup>(1)</sup> | 1,000 | D | \$ 24.87 | 12,487 | D |
| Common | 02/22/2007 |  | <u>S</u> <sup>(1)</sup> | 1,500 | D | \$ 24.85 | 10,987 | D |
| Common | 02/22/2007 |  | <u>S</u> <sup>(1)</sup> | 200   | D | \$ 24.83 | 10,787 | D |
| Common | 02/22/2007 |  | <u>S</u> <sup>(1)</sup> | 600   | D | \$ 24.84 | 10,187 | D |
| Common | 02/22/2007 |  | <u>S</u> <sup>(1)</sup> | 2,700 | D | \$ 24.82 | 7,487  | D |
| Common | 02/22/2007 |  | <u>S</u> <sup>(1)</sup> | 800   | D | \$ 24.81 | 6,687  | D |
| Common | 02/22/2007 |  | <u>S</u> <sup>(1)</sup> | 3,700 | D | \$ 24.8  | 2,987  | D |

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

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SEC 1474  
(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 Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Director Stock                             | <u>(2)</u>   | 02/22/2007                           |  | <u>M</u> <sup>(1)</sup>        | 1,500   | 08/08/1988 <sup>(3)</sup> 08/08/1988 <sup>(4)</sup>      | Common 1,500  |

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option  
(right to  
buy)

Director  
Stock  
option  
(right to  
buy)

(2)

02/22/2007

M(1)

1,000

08/08/1988(3)

08/08/1988(4)

Common

1,000

Director  
Stock  
option  
(right to  
buy)

(2)

02/22/2007

M(1)

1,500

08/08/1988(3)

08/08/1988(4)

Common

1,500

Director  
Stock  
option  
(right to  
buy)

(5)

02/22/2007

M(1)

200

08/08/1988(3)

08/08/1988(4)

Common

200

Director  
Stock  
option  
(right to  
buy)

(2)

02/22/2007

M(1)

600

08/08/1988(3)

08/08/1988(4)

Common

600

Director  
Stock  
option  
(right to  
buy)

(2)

02/22/2007

M(1)

2,700

08/08/1988(3)

08/08/1988(4)

Common

2,700

Director  
Stock  
option  
(right to  
buy)

(5)

02/22/2007

M(1)

800

08/08/1988(3)

08/08/1988(4)

Common

800

Director  
Stock  
option  
(right to  
buy)

(2)

02/22/2007

M(1)

3,700

08/08/1988(3)

08/08/1988(4)

Common

3,700

## Reporting Owners

| Reporting Owner Name / Address        | Relationships |           |         |       |
|---------------------------------------|---------------|-----------|---------|-------|
|                                       | Director      | 10% Owner | Officer | Other |
| KAHL HANS JOCHEN<br>90 INDUSTRIAL WAY | X             |           |         |       |

WILMINGTON, MA 01887

## Signatures

By: Joseph M.Tocci  
/ POA

02/26/2007

\_\_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) The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person.
- (2) Option conversion price is \$20.07 per share for option transactions reported on this filing.
- (3) Stock Option Grants include multiple vest dates.
- (4) Expires 10 years after date of grant
- (5) Option conversion price is \$20.02 per share for option transactions reported on this filing.

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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