

LOY BERTRAND
Form 4
August 08, 2005

FORM 4

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

OMB APPROVAL

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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 *
LOY BERTRAND

(Last) (First) (Middle)

2 SETTLEMENT WAY

(Street)

ACTON, MA 01720

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ENTEGRIS INC [ENTG]

3. Date of Earliest Transaction (Month/Day/Year)
08/06/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Executive V.P. & CAO

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 | (D) | Price |
| Common Stock | 08/06/2005 | | A | | 49,299 | A | (1) |
| | | | | | 49,299 | 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)

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| 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option (right to buy) | \$ 11.12 | 08/06/2005 | | A | 76,450 | <u>(2)</u> 12/04/2010 | Common Stock 76,450 |
| Employee Stock Option (right to buy) | \$ 4.89 | 08/06/2005 | | A | 52,560 | <u>(4)</u> 12/18/2009 | Common Stock 52,560 |
| Employee Stock Option (right to buy) | \$ 6.1 | 08/06/2005 | | A | 18,879 | <u>(7)</u> 12/07/2010 | Common Stock 18,879 |
| Employee Stock Option (right to buy) | \$ 8.35 | 08/06/2005 | | A | 30,406 | <u>(8)</u> 11/29/2008 | Common Stock 30,406 |
| Employee Stock Option (right to buy) | \$ 10.79 | 08/06/2005 | | A | 59 | <u>(7)</u> 08/10/2007 | Common Stock 59 |
| Employee Stock Option (right to buy) | \$ 10.79 | 08/06/2005 | | A | 30,406 | <u>(7)</u> 08/10/2008 | Common Stock 30,406 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| | | | | |

LOY BERTRAND
2 SETTLEMENT WAY
ACTON, MA 01720

Executive V.P. & CAO

Signatures

/s/ Bertrand Loy 08/08/2005

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) Received in exchange for 35,467 shares of Mykrolis Corporation common stock in connection with the merger of Mykrolis Corporation into Eagle DE, Inc. pursuant to Agreement and Plan of Merger, dated March 21, 2005 (the "Merger"); pursuant to the Merger Eagle DE, Inc. changed its name to Entegris, Inc.
 - (2) These options vest 25% on 12/4/2004 and quarterly thereafter in 12 equal increments.
 - (3) Received in exchange for 55,000 shares of Mykrolis Corporation common stock in connection with the merger of Mykrolis Corporation into Eagle DE, Inc. pursuant to Agreement and Plan of Merger, dated March 21, 2005 (the "Merger"); pursuant to the Merger Eagle DE, Inc. changed its name to Entegris, Inc.
 - (4) These options vest 25% on 12/18/2003 and quarterly thereafter in 12 equal increments.
 - (5) Received in the Merger in exchange for an employee stock option to acquire 37,813 shares of Mykrolis Corporation at a price of \$6.80 per share.
 - (6) Received in the Merger in exchange for an employee stock option to acquire 13,578 shares of Mykrolis Corporation at a price of \$8.48 per share.
 - (7) These options are fully vested.
 - (8) These options vest 25% on 11/29/2002 and quarterly thereafter in 12 equal increments.
 - (9) Received in the Merger in exchange for an employee stock option to acquire 21,875 shares of Mykrolis Corporation at a price of \$11.60 per share.
 - (10) Received in the Merger in exchange for an employee stock option to acquire 21,875 shares of Mykrolis Corporation at a price of \$15.00 per share.
 - (11) Received in the Merger in exchange for an employee stock option to acquire 43 shares of Mykrolis Corporation at a price of \$15.00 per share.

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.