ENTEGRIS INC Form 4

February 16, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

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if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Last)

(C:+-)

(Print or Type Responses)

1. Name and Address of Reporting Person * Haris Clinton M.

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

below)

(First)

(Middle)

(7:-

ENTEGRIS INC [ENTG] 3. Date of Earliest Transaction

(Month/Day/Year)

11/15/2016

Director 10% Owner X_ Officer (give title) _ Other (specify

C/O ENTEGRIS, INC., 129

CONCORD ROAD

SVP & GM, MC Division

(Check all applicable)

(Street)

(Ctata)

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

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

BILLERICA, MA 01879

(City)	(State) (Table Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction(A) or Disp Code (Instr. 3, 4 a (Instr. 8)		spose	and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/15/2016		Code V	Amount 657	or (D) D	Price \$ 18.25	(Instr. 3 and 4) 28,925.392 (3)	D	
Common Stock	02/14/2017		A	3,680 (1)	A	\$ 0 (2)	32,605.392	D	

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

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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. Transacti Code (Instr. 8)	5. Number of orDerivative 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)	\$ 21.6	02/14/2017		A	11,344	<u>(4)</u>	02/19/2024	Common Stock	11,344

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Haris Clinton M. C/O ENTEGRIS, INC. 129 CONCORD ROAD BILLERICA, MA 01879

SVP & GM, MC Division

Signatures

/s/ Sue Lee, Attorney-In-Fact for Clint Haris

02/16/2017

Date

**Signature of Reporting Person

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).
- These shares are restricted stock units with restrictions that lapse over a four year period with respect to 25% of these shares per year, starting February 19, 2018 and thereafter on February 19, 2019, February 19, 2020 and February 19, 2021.
- (2) Awarded pursuant to the Entegris, Inc. 2010 Stock Plan, as amended, in consideration of services as an employee.
- (3) These shares include 694.537 shares acquired under the Entegris, Inc. Employee Stock Purchase Plan on December 31, 2016.
- (4) The option vests in four equal annual installments starting on February 19, 2018 and thereafter on February 19, 2019, February 19, 2020 and February 19, 2021.

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.

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