

ENTEGRIS INC
Form 4
February 19, 2003

FORM 4

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

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed By
Romeo and Dye's
Section 16 Filer
www.section16.net

1. Name and Address of Reporting Person* Nelson, Robert A. (Last) (First) (Middle) 3500 Lyman Boulevard (Street) Chaska, MN 55318 (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol Entegris, Inc. (ENTG)				6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Vice President, Human Resources			
			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year February 18, 2003			7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
					5. If Amendment, Date of Original (Month/Day/Year)					
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 & 5)			5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 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	02/18/03		M	V	1,000	A	\$4.22	2,000	D	

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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4 (continued) 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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 & 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported	10. Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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		Year)	of (D)		Date	Expira- tion Date	Title	Amount or Number of Shares	Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
			(Instr. 3, 4 & 5)	(D)							Code
Stock Option (Right to Buy)	\$4.22	02/18/03		M V	1,000 ⁽¹⁾	09/06/09					
Stock Option (Right to Buy)	\$4.22	02/18/03		S	24,275 ⁽¹⁾	09/06/09	Common Stock	12,425	\$10.45	12,425	D
Stock Option (Right to Buy)	\$8.38				⁽²⁾	09/18/10	Common Stock	15,000		15,000	D
Stock Option (Right to Buy)	\$8.38				⁽³⁾	11/26/10	Common Stock	15,000		15,000	D
Stock Option (Right to Buy)	\$11.00				⁽⁴⁾	7/11/10	Common Stock	300		300	D
Stock Option (Right to Buy)	\$8.04				⁽⁵⁾	10/15/11	Common Stock	30,000		30,000	D
Stock Option (Right to Buy)	\$5.90				⁽⁶⁾	10/15/12	Common Stock	30,000		30,000	D

Explanation of Responses:

(1) 25,275 shares vested; an additional 12,425 will become exercisable on June 7, 2003.

(2) 7,500 shares exercisable; an additional 3,750 shares will become exercisable on each of August 19, 2003 and 2004.

(3) 7,500 shares exercisable; an additional 3,750 shares will become exercisable on each of November 27, 2003 and 2004.

(4) 100% vested.

(5) 7,500 shares are exercisable; an additional 7,500 shares will become exercisable on each of October 15, 2003, 2004, and 2005.

(6) This option will become exercisable with respect to 25% of the shares on each of October 15, 2003, 2004, 2005, and 2006.

By: /s/ **Lori Cameron**

February 19, 2003

Attorney-in-Fact for Robert A. Nelson

Date

**Signature of Reporting Person

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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