WEIGNER RONALD

Form 4

February 23, 2006

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

OMB 3235-0287 Number:

Expires:

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, 2005

Form 4 or Form 5 obligations **SECURITIES**

Estimated average burden hours per response...

may continue. See Instruction

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

0.5

1(b).

Common

02/22/2006

(Print or Type Responses)

1. Name and A WEIGNER	Person * 2. Issue Symbol	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
(I)	(F' 1) (A		NSTRUM		NC [N	MKSI]	(Chec	k all applicable	·)	
(Last)	(First) (N		f Earliest Tr	ansaction						
			(Month/Day/Year) 02/22/2006				Director 10% Owner Number Other (specify below) below) V.P. & Chief Financial Officer			
	4. If Amo	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
WILMING	ΓΟΝ, MA 01887	Filed(Mo	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
							Person			
(City)	(State)	(Zip) Tab	le I - Non-D	erivative	Secur	ities Acqu	uired, Disposed o	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)	3. Transactio Code (Instr. 8)	4. Securi n(A) or D (Instr. 3,	ispose	d of (D)	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 Indirect Beneficial Ownership (Instr. 4)	
Common	02/22/2006		$M_{(1)}^{(1)}$	660	A	\$ 4.43	10,661	D		

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

 $S^{(1)}$

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

10,001

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

660

D

22.86

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1. Title of	2.	3. Transaction Date		4.		6. Date Exercisab	le and Expiration	7. Title and A	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactionof		Date	.	Underlying Securities	
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and	4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	(2)	02/22/2006		M(1)	660	08/08/1988(3)	08/08/1988(4)	Common	660

Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

WEIGNER RONALD 90 INDUSTRIAL WAY WILMINGTON, MA 01887

V.P. & Chief Financial Officer

Signatures

By: Joseph M.Tocci / POA 02/23/2006

**Signature of Reporting 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 \$4.43 for option transactions reported on this filing.
- (3) 25% after first year, 6.25% each quarter thereafter total 4 years.
- (4) Expires 10 years after date of grant

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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