

Goodman John B
Form 4
May 05, 2010

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 *
Goodman John B

(Last) (First) (Middle)
6686 POINTE LAKE LUCY
(Street)

CHANHASSEN, MN 55317

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
05/03/2010

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)
SR V.P. - Tech. & Innovation

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 05/03/2010 | | M | V | 5,000 A \$ 1.13 | 227,874 | D |
| Common Stock | 05/03/2010 | | S | | 400 ⁽¹⁾ D \$ 6.11 | 227,474 | D |
| Common Stock | 05/03/2010 | | S | | 215 ⁽¹⁾ D \$ 6.12 | 227,259 | D |
| Common Stock | 05/03/2010 | | S | | 140 ⁽¹⁾ D \$ 6.13 | 227,119 | D |
| Common Stock | 05/03/2010 | | S | | 384 ⁽¹⁾ D \$ 6.15 | 226,735 | D |

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| | | | | | | | | |
|--------------|------------|---|------------------|---|---------|---------|---|-------------------------|
| Common Stock | 05/03/2010 | S | 300 <u>(1)</u> | D | \$ 6.16 | 226,435 | D | |
| Common Stock | 05/03/2010 | S | 100 <u>(1)</u> | D | \$ 6.17 | 226,335 | D | |
| Common Stock | 05/03/2010 | S | 130 <u>(1)</u> | D | \$ 6.18 | 226,205 | D | |
| Common Stock | 05/03/2010 | S | 100 <u>(1)</u> | D | \$ 6.2 | 226,105 | D | |
| Common Stock | 05/03/2010 | S | 31 <u>(1)</u> | D | \$ 6.21 | 226,074 | D | |
| Common Stock | 05/03/2010 | S | 500 <u>(1)</u> | D | \$ 6.22 | 225,574 | D | |
| Common Stock | 05/03/2010 | S | 1,500 <u>(1)</u> | D | \$ 6.25 | 224,074 | D | |
| Common Stock | 05/03/2010 | S | 300 <u>(1)</u> | D | \$ 6.26 | 223,774 | D | |
| Common Stock | 05/03/2010 | S | 100 <u>(1)</u> | D | \$ 6.27 | 223,674 | D | |
| Common Stock | 05/03/2010 | S | 500 <u>(1)</u> | D | \$ 6.28 | 223,174 | D | |
| Common Stock | 05/03/2010 | S | 300 <u>(1)</u> | D | \$ 6.29 | 222,874 | D | |
| Common Stock | | | | | | 100,961 | I | By 401(k) Plan |
| Common Stock | | | | | | 40,000 | I | By spouse |
| Common Stock | | | | | | 5,389 | I | Held in trust for child |
| Common Stock | | | | | | 5,389 | I | Held in trust for child |

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

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(9-02)

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

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities | 8. D |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|------|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|------|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | 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 |
| Employee Stock Option (right to buy) | \$ 1.13 | 05/03/2010 | M | | 5,000 | | <u>(2)</u> | 02/19/2016 | Common Stock | 5,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Goodman John B 6686 POINTE LAKE LUCY CHANHASSEN, MN 55317 | | | SR V.P. - Tech. & Innovation | |

Signatures

Peter W. Walcott, Attorney-in-Fact for John B. Goodman 05/05/2010

 **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) These shares were sold pursuant to a Rule 10b5-1 Trading Plan established by the Reporting Person on November 16, 2009.
- (2) This option is exercisable in three equal annual installments. The first installment became exercisable on 2/19/2010, the second installment becomes exercisable on 2/19/2011 and the last installment becomes exercisable on 2/19/2012.
- (3) These options were awarded pursuant to a stock option plan that provides for the award of options in consideration of services as an employee.

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