

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

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

SR V.P. - Tech. & Innovation

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

CHANHASSEN, MN 55317

(City) (State) (Zip)

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 (A) or Price (D)		
Common Stock	05/03/2010		M		5,000 A \$ 1.13	D	
Common Stock	05/03/2010		S		400 ⁽¹⁾ D \$ 6.11	D	
Common Stock	05/03/2010		S		215 ⁽¹⁾ D \$ 6.12	D	
Common Stock	05/03/2010		S		140 ⁽¹⁾ D \$ 6.13	D	
Common Stock	05/03/2010		S		384 ⁽¹⁾ D \$ 6.15	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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