FORM 4

_Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction 1(b).

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

OMB APPROVAL

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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*					Issuer Name and Tintegris, Inc. (ENTG		Γrading Sym	ool	to	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Dauwalter, Jam	ies E.		1					X	<u>X</u> Director 10% Owner							
(Last)		(Middle)		I.R.S. Identification Reporting Person,	4. State Month/			Officer (give title below)Other (specify below)								
3500 Lyman Bo	oulevard			an entity (voluntary)	Januar	у 3	S1, 2003 C	Chief Executive Officer, President, and Director								
	(Stree	et)			5. If Ar Date of			7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person								
Chaska, MN 55	3318							(Month/Day/Year) Form			form filed by More than One Reporting Person					
(Cit	ty) (Stat	e) (Zip)		İ	Tal	ble I —	Non-Deriva	tive	e Securities A	Acquired, Di	sposed of, o	r Beneficially Owned				
1. Title of	2. Trans-	2A.	3. Tran	s-	4. Securities Acquire	ed (A) or	r Disposed o	of 5. Amount of			6. Owner-	7. Nature of Indirect				
Security	action	Deemed	action		(D)	. ,	•	s	ecurities		ship Form:	Beneficial Ownership				
(Instr. 3)	Date	Execution	Code		(Instr. 3, 4 & 5)			В	Beneficially		Direct (D)	(Instr. 4)				
ľ	(Month/	Date.	(Instr. 8	8)					owned Follow	<i>r</i> _	or Indirect	l` ´				
	Day/	if any	Code	V	Amount	(4)	Price		ng Reported							
	Year)	(Month/Day/	Code	ľ	Amount	(A)	File		ransactions(s)	`	(1) (Instr. 4)					
		Year)				or			Instr. 3 & 4)	<i>'</i>	(IIISu. +)					
				_		(D)		_	msu. 3 & 4)							
Common Stock	01/31/03		G	V	339,355	A	N/A	1		654,692	D	by trust				
Common Stock								T		15,000	I	by Security Charitable Remainder Trust				
Common Stock	01/31/03		G	V	339,355	A		T								
Common Stock	01/31/03		G	V	339,355	D	N/A	✝		0	D	by GRAT ⁽¹⁾				
Common Stock	01/31/03		G	V	76,355	A	N/A	✝		76,355	D	by GRAT II ⁽¹⁾				
Common Stock	01/31/03		G	V	77,768	A	N/A	╬		718,101	I	by family members				
Common Stock	01/31/03		G	V	339,355	D	N/A	+								
Common Stock	01/31/03		G	V	339,355	D	N/A	+								
Common Stock	01/31/03		G	V	76,355	D	N/2	4								
Common Stock	01/31/03		G	V	76,355	D	N/2	✝								
Common Stock	01/31/03		G	V	16,968	D	N/A	↰		1,401,612	I	by Carville Company, LP ⁽²⁾				
Common Stock	01/31/03		G	V	339,355	A	N/2	T								
Common Stock	01/31/03		G	V	77,768	D	N/A	↰		261,587	I	by Judith Dauwalter GRAT ⁽¹⁾				
Common Stock	01/31/03		G	V	76,355	A	N/A	↰		76,355	I	by Judith Dauwalter GRAT II ⁽¹⁾				
Common Stock								T		600,000	I	by Carville Company II, LP ⁽³⁾				
Common Stock	01/31/03		G	V	16,968	A	N/2	↰		16,968	I	JJD Industries, LLC ⁽⁴⁾				
Common Stock								T		50,354	I	by family foundation				
Common Stock								†		280,161	I	by ESOP				
				1	1							1				

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)

Derivative Exercise Exercis	1. Title of	2. Conver-	3.	3A.	4.		5. Number of Do	erivative	6. Date		7. Title and	d Amount	8. Price of	9. Number of	10.	11. Nature
Price of Date Date Form of Form of Form Owned O	Derivative	sion or	Trans-	Trans-		Securities Acquired (A) or		Exercisable		of Underlying		Derivative	Derivative	Owner-	of Indirect	
Clastr. 3	Security	Exercise	action	Execution			Disposed of (D)		and Expiration		Securities		Security	Securities	ship	Beneficial
Security Month M	'	Price of	Date	Date,	Code				Date		(Instr. 3 &	(4)	(Instr. 5)	Beneficially	Form	Ownership
Stock Option S3.15 Stock Option Syes Syes Stock Option Syes Syes Stock Option Syes Syes Stock Option Syes Syes Syes Stock Option Syes	(Instr. 3)	Derivative	l	if any		k	Instr. 3, 4 & 5)			ay/	ľ		ľ í	Owned	of	(Instr. 4)
Year	ľ	Security			(Instr.	. `			Year)					Following	Deriv-	ľ / l
Code		'			8)									Reported	ative	
Exercisable Date Date Number of Clnstr. 4 Direct CD			Y ear)	(Year)	Code	$\overline{\mathbf{v}}$	(A)	(D)	Date	Expira-	Title	Amount or	1	Transaction(s)	Security:	
Stock Option S3.15 Stock Option Stock Option Stock Option Stock Option Stock Option S9.63 Stock Option S9.63 Stock Option			l				()	(-)						(Instr. 4)	Direct	
Stock Option S3.15 Stock Option Right to Buy Stock Option S9.63 Stock Option S9.63 Stock Option S1.10 Stock Option S9.63 Stock Option Stock Option Stock Option Stock Option S9.63 Stock Option S9.63 Stock Option Stock Option S9.63 S9.718/10 Common Stock Option S9.63 Stock Option S9.63 S9.718/10 S9.71			l		1 1								1		(D)	
Stock Option S3.15 Stock Option CRight to Buy Stock Option S3.15 Stock Option S3.15 Stock Option S3.15 Stock Option S3.15 Stock Option Stock Op			l		1 1										or	
Stock Option (Right to Buy) Stoc			l		1 1										Indirect	
Stock Option S3.15 Stock Option Chight to Buy Stock Option Stock Opti			l		1 1										(I)	
Right to Buy Stock Option (Right to Buy) Stock Option (Right															,	
Buy Stock Option S3.15	Stock Option	\$3.15							<u>(5)</u>	12/11/07	Common	294,574		294,574	D	
Stock Option (Right to Buy) Stoc	(Right to		l		1 1						Stock					
Right to Buy Stock Option S9.63 C7 9/18/10 Common 30,000 D C8 C8 C9 C9 C9 C9 C9 C9	Buy)															
Stock Option S9.63 Common 30,000 30,000 D	Stock Option	\$3.15				П			<u>(6)</u>	2/11/08	Common	220,006		200,006	D	
Stock Option Sp.63 Common Stock Stoc	(Right to		l		1 1						Stock					
Right to Buy Stock Option (Right to Buy) Stock Option (Right	Buy)		l		1 1											
Stock Option Sp.63 Stock Option Stock Optio	Stock Option	\$9.63				T			<u>(7)</u>	9/18/10	Common	30,000		30,000	D	
Stock Option Sp.63 Sp.64 Sp.63 Sp.64	(Right to		l		1 1						Stock					
Right to Buy Stock Option (Right to Buy) Stock Option (Right	Buy)		l		ΙI											
Right to Buy Stock Option (Right to Buy) Stock Option (Right	Stock Option	\$9.63			\Box	П			<u>(8)</u>	9/18/10	Common	35,000	ĺ	35,000	D	
Buy Stock Option (Right to Buy)	(Right to		l		1 1											
Right to Buy Stock Option (Right to Buy) Stock Option (Right																
Right to Buy Stock Option (Right to Buy) Stock Option (Right	Stock Option	\$8.38			\Box	П			<u>(9)</u>	11/26/10	Common	90,000		90,000	D	
Stock Option \$11.00 \$11.00 \$11.00 \$11.00 \$11.00 \$11.00 \$11			l		1 1						Stock					
Right to Stock S	Buy)				ΙI	П										
Right to Stock S	Stock Option	\$11.00				П			(10)	7/11/10	Common	300		300	D	
Buy	(Right to		l													
Right to Stock S	Buy)		l		ΙI											
Buy	Stock Option	\$8.04							<u>(11)</u>	10/15/11	Common	135,000		135,000	D	
Stock Option \$5.90	(Right to										Stock					
(Right to	Buy)															
(Right to	Stock Option	\$5.90				П			<u>(12)</u>	10/15/12	Common	130,000		130,000	D	
Buy)			l								Stock		l	· ·		1
	Buy)		l										l			1

Explanation of Responses:

- (1) This is a grantor retained annuity trust and was formed as part of a series of transactions for estate planning purposes.
- (2) Carville Company, LP was formed as part of a series of transactions for estate planning purposes.
- (3) Carville Company II, LP was formed as part of a series of transactions for estate planning purposes.
- (4) JJD Industries, LLC was formed as part of a series of transactions for estate planning purposes.
- (5) 100% vested.
- (6) 100% vested.
- 7 15,000 shares vested; an additional 7,500 shares will vest on each of August 19, 2003 and 2004.
- (8) 17,500 shares are exercisable; an additional 8,750 shares will vest on each of July 10, 2003 and 2004.
- (9) 45,000 shares are exercisable; an additional 22,500 shares will vest on each of November 27, 2003 and 2004.
- (10) 100% vested.
- (11) 33,750 shares are exercisable; an additional 33,750 shares will become exercisable on each of October 15, 2003, 2004, and 2005.
- (12) This option will become exercisable with respect to 25% of the shares on each of October 15, 2003, 2004, 2005, and 2006.

By: /s/ <u>Lori Cameron</u>

Attorney-in-Fact for James E. Dauwalter

**Signature of Reporting Person

February 4, 2003
Date

**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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