# SEC Form 4

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# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL             |           |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |  |  |
| hours per response:      | 0.5       |  |  |  |  |  |  |  |  |

| 1 I Nume and Address of Reporting Leson |         |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>ENTEGRIS INC</u> [ ENTG ] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |                            |                                       |  |  |  |
|---|---------|----------|--|---|----------------------------|---------------------------------------|--|--|--|
|   |         |          |  | X   | Director                   | 10% Owner<br>Other (specify<br>below) |  |  |  |
| L (Lact) (Eirct) (Middlo)               |         | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/07/2014                     |   | Officer (give title below) |                                       |  |  |  |
|   |         |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                           | 6. Individual or Joint/Group Filing (Check Applicab                     |                            |                                       |  |  |  |
| (Street)<br>LOS GATOS                   | CA      | 95030    |  | Line)<br>X  | Form filed by One Report   | 0                                     |  |  |  |
| (City)                                  | (State) | (Zip)    |  |   | Person                     |                                       |  |  |  |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |   | 4. Securities<br>Disposed Of (<br>5) |               |                           | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|---------------------------------|--|---|---|---|--------------------------------------|---------------|---------------------------|---|---|---|
|                                 |  |   | Code                                    | v | Amount                               | (A) or<br>(D) | Price                     | Transaction(s)<br>(Instr. 3 and 4)  |   | (Instr. 4)  |
| Common Stock                    | 05/07/2014                                 |   | A                                       |   | 9,107(1)                             | A             | <b>\$0</b> <sup>(2)</sup> | 30,636  | D   |   |
| Common Stock                    |  |   |   |   |                                      |               |                           | 27,935  | Ι   | The<br>Burkett<br>Living<br>Trust                   |

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

|   |   |  |   |                              |   |   |     | -  |   |       | -   |  |  |  |  |
|---|---|--|---|------------------------------|---|---|-----|--|---|-------|---|--|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |     | 6. Date Exerc<br>Expiration Da<br>(Month/Day/Y | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|   |   |  |   | Code                         | v | (A)   | (D) | Date<br>Exercisable                            | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |  |

Explanation of Responses:

1. These restricted stock units vest in full on the date of the Company's 2015 Annual Meeting of Stockholders.

2. These shares were awarded on May 7, 2014 as Restricted Stock Units, payable solely in Common Stock, pursuant to the Entegris, Inc. 2010 Stock Plan which provides for the award of Restricted Stock Units to independent directors in consideration for services as such.

**Remarks:** 

/s/ Peter W. Walcott, Attorney-05/09/2014

In-Fact for Marvin D. Burkett

Burkett

\*\* Signature of Reporting Person Date

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

 $\ast$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.