

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

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|--|-----------|--------------|--|--|--|--|
| 1. Name and Address of Reporting Person * <u>GRAVES GREGORY B</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>ENTEGRIS INC [ENTG]</u> | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP & CFO</u> | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) <u>07/19/2017</u> | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | |
| <u>4613 DREXEL AVE. S.</u> | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | |
| (Street) | | | | | | |
| <u>EDINA</u> | <u>MN</u> | <u>55424</u> | | | | |
| (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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------------------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 07/19/2017 | | M | | 4,908 | A | \$12.2 | 65,554 | D | |
| Common Stock | 07/19/2017 | | S ⁽¹⁾ | | 4,908 | D | \$26 | 60,646 | D | |
| Common Stock | 07/20/2017 | | M | | 17,121 | A | \$12.2 | 77,767 | D | |
| Common Stock | 07/20/2017 | | M | | 10,564 | A | \$13.49 | 88,331 | D | |
| Common Stock | 07/20/2017 | | S ⁽¹⁾ | | 27,685 | D | \$26.008 ⁽²⁾ | 60,646 | D | |

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|-----------------|---|----------------------------|--|--|---|--|
| | | | | Code | V | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Employee Stock Option (Right to Buy) | \$12.2 | 07/19/2017 | | M | | 4,908 | (3) | 02/19/2023 | Common Stock | 4,908 | \$0 ⁽⁴⁾ | 83,208 | D | |
| Employee Stock Option (Right to Buy) | \$12.2 | 07/20/2017 | | M | | 17,121 | (3) | 02/19/2023 | Common Stock | 17,121 | \$0 ⁽⁴⁾ | 66,087 | D | |
| Employee Stock Option (Right to Buy) | \$13.49 | 07/20/2017 | | M | | 10,564 | (5) | 02/19/2022 | Common Stock | 10,564 | \$0 ⁽⁴⁾ | 49,988 | D | |

Explanation of Responses:

1. These shares were sold pursuant to a Rule 10b5-1 Trading Plan established by the Reporting Person on May 12, 2017.
2. The price in column 4 is a weighted average price reported in reliance on a letter from the Office of Chief Counsel, Securities and Exchange Commission's Division of Corporate Finance to the Society of Corporate Secretaries & Corporate Governance Professionals dated June 25, 2008. These shares were sold in multiple transactions at prices ranging from \$26.00 to \$26.05, inclusive. The Reporting Person undertakes to provide Entegris, Inc., any shareholder of Entegris, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this note.
3. This option vests in four equal installments. The first installment became exercisable on February 19, 2017. The remaining installments become exercisable on February 19, 2018, February 19, 2019 and February 19, 2020, respectively.
4. This option was granted pursuant to the Entegris, Inc. 2010 Stock Plan, as amended, in consideration of service as an employee.
5. This option vests in four equal installments. The first two installments became exercisable on February 19, 2016 and February 19, 2017, respectively. The remaining installments become exercisable on February 19, 2018 and February 19, 2019, respectively.

Remarks:

/s/ Sue Lee, Attorney-In-Fact
for Gregory B. Graves 07/21/2017

** Signature of Reporting Person Date

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).

** 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.