FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

Washington, D.C. 20549

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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

| 1. Name and Address of Reporting Person* | | | | | . Issuer Name and T | | Trading Sym | bol | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|---|--|-------------------------------|------|---|-----------|------------------|---|---|---|---|--|--|--|
| Geyer, Stan | | | | E | ntegris, Inc. (ENTO | G) | | | to Issuer (Che X Director | eck all applic | cable) 10% Owner | | | |
| (Last) | (First) | (Middle) | | 0 | I.R.S. Identification Reporting Person, | | Month/l | ment for Day/Year | _ Officer (giv | ve title belov | w) _ Other (specify below) | | | |
| 3500 Lyman Bo | ulevard | | | if | an entity (voluntary | Februa | ruary 27, 2003 | | | | | | | |
| | (Street | t) | | | | | | nendment, Original | 7. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| Chaska, MN 55 | 318 | | | | | | Day/Year) | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| (City | | / \ 1/ | | | | | | ive Securities | Acquired, D | | or Beneficially Owned | | | |
| 1. Title of Security (Instr. 3) | 2. Trans- action Date (Month/ Day/ Year) | Deemed Execution Date, if any | 3. Transaction Code (Instr. 8 | | 4. Securities Acquir of (D) (Instr. 3, 4 & 5) | red (A) o | r Disposed Price | 5. Amount o Securities Beneficially Owned Follo ing Reported |)W- | 6. Owner- ship Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | (Month/Day/ Year) | | | | or (D) | | Transactions (Instr. 3 & 4) | | (Instr. 4) | | | | |
| Common Stock | 02/27/03 | | G | V | 883 | D | n/a | 1 | 553,797 | D | by trust | | | |
| Common Stock | | | | | | | | | 13,765 | D | by GRAT II ^{(1).} | | | |
| Common Stock | | | | | | | | | 15,000 | I | by SBCA Charitable Remainder Unitrust | | | |
| Common Stock | | | | | | | | | 349,818 | I | by family members | | | |
| Common Stock | | | | | | | | | 247,057 | I | by Transend Company, LP ⁽²⁾ | | | |
| Common Stock | | | | | | | | | 13,765 | I | by Beverly Geyer GRAT II ⁽¹⁾ | | | |
| Common Stock | | | | | | | | | 3,059 | I | by CHAE Industries, LLC ^{(3).} | | | |
| Common Stock | | | | | | | | | 47,157 | I | by Beverly Geyer GRAT ⁽¹⁾ | | | |
| Common Stock | | | | | | | | | 32,925 | I | by family foundation | | | |
| Common Stock | | | | | | | | | 150,000 | I | by Transend Company II, LP ⁽⁴⁾ | | | |
| Common Stock | | | | | | | | | 291,878 | I | by ESOP | | | |
| Reminder: Repo | rt on a sep | arate line fo | or each c | lass | of securities benefi | cially ow | ned directly | or indirectly. | | | | | | |

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| FORM 4 | (continued) |) | | | able II - Derivative Securities Acquired, Disposed of, or Beneficially Owned g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | |
|-------------|------------------------|--------|------------------------------------|---------------|--|---------|--------------------------|-------------------------|--|--|--------------|--------|---------------------------------------|------------|--|
| 1. Title of | 2. Conver- | 3. | 3A. | 4. | 5. Number of I | 6. Date | | 7. Title and Amount | | 8. Price of | 9. Number of | 10. | 11. Nature | | |
| Derivative | sion or | Trans- | Deemed | Trans- | Securities Acq | Exercis | able | of Underlying | | Derivative | Derivative | Owner- | of Indirect | | |
| Security | Exercise | action | Execution | action | Disposed of (D | and Exp | iration | Securities | | Security | Securities | ship | Beneficial | | |
| | Price of | Date | Date, | Code | | Date | | (Instr. 3 & 4) | | (Instr. 5) | Beneficially | Form | Ownership | | |
| (Instr. 3) | Derivative Security | Day/ | if any (Month/ Day/ Year) | (Instr. 8) | (Instr. 3, 4 & 5) | | (Month/Day/ Year) | | | | | 1 | of Deriv- ative Security: | (Instr. 4) | |
| | | | | Code | (A) | (D) | Date Exer- cisable | Expira- tion Date | | Amount or Number of Shares | | | Direct (D) or Indirect (I) (Instr. 4) | | |

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

| Stock Option (right to buy) | \$ 3.15 | | | <u>(5)</u> . | | Common Stock | 294,574 | 294,574 | D | |
|--------------------------------------|----------|--|--|--------------|---------|-----------------|---------|---------|---|--|
| Stock Option (right to buy) | \$3.15 | | | (6) | 2/11/08 | Common Stock | 254,744 | 254,744 | D | |
| Stock Option (right to buy) | \$9.63 | | | | | Common Stock | · | 30,000 | D | |
| Stock Option (right to buy) | \$8.38 | | | (8) | | Common Stock | 90,000 | 90,000 | D | |
| Stock Option (right to buy) | \$ 11.00 | | | <u>(9)</u> | | Common Stock | 300 | 300 | D | |
| Stock Option (right to buy) | \$8.04 | | | <u>(10)</u> | | Common Stock | 120,000 | 120,000 | D | |
| Stock Option (right to buy) | \$ 5.90 | | | (11) | | Common Stock | 100,000 | 100,000 | D | |

Explanation of Responses:

- (1) This is a grantor retained annuity trust and was formed as a part of a series of transactions for estate planning purposes.
- (2) Transend Company, LP was formed as part of a series of transactions for estate planning purposes.
- (3) CHAE Industries, LLC was formed as part of a series of transactions for estate planning purposes.
- (4) Transend Company II, LP was formed as part of a series of transactions for estate planning purposes.
- (5) 100% vested
- (6) 100% vested
- (Z) 15,000 shares are exercisable; 7,500 additional shares will become exercisable on each of August 19, 2003 and 2004.
- (8) 45,000 shares are exercisable; an additional 22,500 shares will vest on e ach of November 27, 2003 and 2004.
- (9) 100% vested
- (10) 30,000 shares are exercisable; 30,000 additional shares will become exercisable on each of October 15, 2003, 2004 and 2005.
- (11) 25,000 shares will become exercisable on each of October 15, 2003, 2004, 2005 and 2006.

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

Attorney-in-Fact for Stan Geyer
**Signature of Reporting Person

<u>February 28, 2003</u> 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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