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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . . 0.5

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 & Dye's Instant Form 4 Filer www.section16.net

OMB APPROVAL

1. Name and Addre	ess of Report	ting Person*			Name and Ticker or T , Inc. (ENTG)	rading Sy	mbol	6. Relationship of Reporting Peto Issuer (Check all applicable)	. ,				
Villas, John D. (Last) 3500 Lyman Boule		(Middle) 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)					atement for th/Day/Year ary 4, 2003						
Chaska, MN 5531	(Street)					Date	Amendment, of Original nth/Day/Year)	7. Individual or Joint/Group Fi X Form filed by One Reporting Form filed by More than On	g Person				
(City)	(State)	(Zip)		Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1. Title of Security (Instr. 3)	action Date (Month/ Day/	2A. Deemed Execution Date, if any (Month/Day/ Year)	(Instr. 8)	ode	4. Securities Acquired (Instr. 3, 4 & 5) Amount	(A) or	Price	Securities Beneficially Owned Follow- ing Reported Transactions(s)		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock	01/04/03	,	J ⁽¹⁾		519	(D) A	\$8.76	(Instr. 3 & 4)	D				
Common Stock								118,710	I	by ESOP			

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

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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)

1. Title of Derivative Security (Instr. 3)	sion or Exercise Price of Derivative Security	Trans- e action Date ive (Month/ Day/	n Execution	Trans-		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		Exercisable and Expiration		7. Title and Amount of Underlying Securities (Instr. 3 & 4)		Derivative Deriv Security Secur (Instr. 5) Benef Owne Follow	Securities Beneficially Owned Following	Owner- ship Form	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)		Expira- tion Date		Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Option (Right to Buy)	\$3.15							(2)		Common Stock	107,830		107,830	D	
Stock Option (Right to Buy)	\$3.15							(3)		Common Stock	5,000		5,000	D	
Stock Option (Right to Buy)	\$9.63							<u>(4)</u>		Common Stock	25,000		25,000	D	
Stock Option (Right to Buy)	\$9.63							(5)		Common Stock	25,000		25,000	D	
Stock Option (Right to Buy)	\$8.38							<u>(6)</u>		Common Stock	35,000		35,000	D	
Stock Option (Right to Buy)	\$11.00							<u>(7)</u>		Common Stock	300		300	D	

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

Stock Option	\$8.04			<u>(8)</u>	10/15/11	Common	70,000	70,000	D	
(Right to						Stock				
Buy)										
Stock Option	\$5.90			<u>(9)</u>	10/15/12	Common	75,000	75,000	D	
(Right to						Stock				
Buy)										

Explanation of Responses:

- (1) These shares were acquired under the Company's ESPP.
- (2) 100% vested.
- (3) 100% vested.
- (4) 12,500 shares are exercisable; the remaining shares will become exercisable as follows: 6,250 shares on each of August 19, 2003 and 2004.
- (5) 12,500 shares are exercisable; the remaining 12,500 shares will be exercisable as follows: (i) 6,250 shares on July 10, 2003; and (ii) 6,250 shares on July 10, 2004.
- (6) 17,500 shares are exercisable; an additional 8,750 shares will vest on each of November 27, 2003 and 2004.
- (8) 17,500 shares are exercisable; an additional 17,500 shares will become exercisable on each of October 15, 2003, 2004, and 2005.
- (9) This option will become exercisable with respect to 25% of the shares on each of October 15, 2003, 2004, 2005, and 2006.

By: /s/ Lori Cameron January 6, 2003 Attorney-in-Fact for John D. Villas

**Signature of Reporting Person

**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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