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

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OMB APPROVAL

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 Add Geyer, Stan	lress of Ro	eporting Perso		. Issuer Name and T ntegris, Inc. (ENTC	r Tradi	ing Symb		6. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director10% Owner					
(Last) 3500 Lyman Bo		(Middle)	of	I.R.S. Identification f Reporting Person, an entity (voluntary)	er	4. Staten Month/E January		Officer (give title below)Other (specify below)					
Chaska, MN 55	(Stree 318	et)					5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(Cit	y) (Stat	e) (Zip)		T	Ta	ble I –	– Non	-Derivat	ive Securities	Acquired, D	isposed of,	or Beneficially Owned	
Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any	3. Tran action Code (Instr. 8 Code	3)	4. Securities Acquire (D) (Instr. 3, 4 & 5) Amount	ed (A)		posed of Price	Securities Beneficially Owned Follo ing Reported	w-	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	01/31/03		G	V	61,177	A	Τ	n/a		554,680	D	by trust	
Common Stock	01/31/03		G	V	61,177	A		n/a		61,177			
Common Stock	01/31/03		G	V	61,177	D		n/a		0	D	by GRAT <u>(1)</u>	
Common Stock	01/31/03		G	V	13,765	A		n/a		13,765	D	by GRAT II <u>(1)</u>	
Common Stock				Π						15,000	I	by SBCA Charitable Remainder Unitrust	
Common Stock	01/31/03		G	V	14,020	A		n/a		352,938	I	by family members	
Common Stock	01/31/03		G	V	61,177	D		n/a					
Common Stock	01/31/03		G	V	61,177	D		n/a					
Common Stock	01/31/03		G	V	13,765	D		n/a					
Common Stock	01/31/03		G	V	13,765	D	┢	n/a					
Common Stock	01/31/03		G	V	3,059	D	Τ	n/a		247,057	I	by Transend Company, LP ⁽²⁾	
Common Stock	01/31/03		G	V	13,765	A				13,765	Ι	by Beverly Geyer GRAT II ⁽¹⁾	
Common Stock	01/31/03		G	V	3,059	A				3,059	I	by CHAE Industries, LLC ⁽³⁾	
Common Stock	01/31/03		G	V	61,177	A					I		
Common Stock	01/31/03		G	V	14,020	D				47,157	I	by Beverly Geyer GRAT ⁽¹⁾	
Common Stock				Π						32,925	I	by family foundation	
Common Stock				Π			┢			150,000	I	by Transend Company II, LP ⁽⁴⁾	
Common Stock				Η						291,878	I	by ESOP	

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)

(e.g., puts, cans, warrants, options, convertible securities)															
1. Title of	2. Conver-	3.	3A.	4.	5. Number of Derivative				6. Date 7.		7. Title and Amount		9. Number of	10.	11. Nature
Derivative	sion or		Deemed	Trans-	- Se	Securities Acquired (A) or			Exercisable		of Underlying		Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	Di	Disposed of (D)			and Expiration		Securities		Securities	ship	Beneficial
	Price of	Date	Date,	Code						(Instr. 3 & 4)		(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)			if any			(Instr. 3, 4 & 5)		(Month/Day/							(Instr. 4)
	Security		(Month/ Day/	(Instr.					Year)					Deriv-	1 1
			Day/ Year)	8)				ļ					F P P	ative	
				Code	V	(A)	(D)	Date	Expira-		Amount or		Transaction(s)		
				1 1					tion		Number of		(Instr. 4)	Direct	
				1 1				cisable	Date		Shares			(D)	
				1 1										or Indirect	
				1 1											
				1 1										(1) (Instr. 4)	
Stock Option	\$ 3.15			\vdash	┿			(5)	12/11/07	Common	294,574		294,574	× ,	
(right to buy)		1		1 1					12/11/07	Stock	294,574		294,574		
				$ \rightarrow $								ļ	ļ		
Stock Option				1 1				<u>6</u>	2/11/08	Common	254,744		254,744	D	
(right to buy)										Stock					
Stock Option	\$9.63							(7)	9/18/10	Common	30,000		30,000	D	
(right to buy)										Stock					
Stock Option	\$8.38				╈			<u>(8)</u>	11/26/10	Common	90,000		90,000	D	
(right to buy)		1		1 1				-	11/20/10	Stock	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		,		
		<u> </u>		$ \rightarrow $	┢				7/11/10		200		200		
Stock Option	\$ 11.00	1		1 1				<u>(9)</u>	7/11/10	Common	300	1	300	D	
(right to buy)										Stock					
Stock Option	\$8.04			ΙT				<u>(10)</u>	10/15/11	Common	120,000		120,000	D	
(right to buy)										Stock					
Stock Option	\$ 5.90				╧			(11)	10/15/12	Common	100,000		100,000	D	
(right to buy)										Stock				_	
	I		1												

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

(7) 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 each 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 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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