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

OMB APPROVAL

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

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

1. Name and Address of Reporting Person*					suer Name and Ticker	or Trad	ing Symbol		6. Relationship of Reporting Person(s)						
Geyer, Stan					gris, Inc. (ENTG)				to Issuer (Check all applicable) X Director 10% Owner						
(Last) (First) (Middle)					R.S. Identification Nun	nber	4. Statement for Month/Day/Ye		Officer (give title		Other (specify below)				
3500 Lyman Boulevard					entity (voluntary)		November 27,								
(Street)							5. If Amendme		7. Individual or Join	nt/Group Filin	g (Check Applicable Line)				
Chaska, MN 55318							Date of Origin (Month/Day/Y		X Form filed by On Form filed by Mo						
(City) (State)	(Zip)			Table l	I — Noi	1-Derivative Se	ecurities	s Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Trans- action Execution Date Date, (Month/ Day/ Year) (Month/Day/ Year)		3. Tran action Code (Instr. 8	on (D) de (Instr. 3, 4 & 5) str. 8)		(A) Price in (I		Securities Beneficially		6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
Common Stock	11/27/02		G	V	1,500	(D) D	N/A								
Common Stock	11/27/02		G	V	73,500	D	N/A		493,121	D	by trust				
Common Stock	11/27/02		G	V	1,500	D	N/A								
Common Stock	11/27/02		G	V	73,500	D	N/A		338,918	I	by family members				
Common Stock									400,000	I	by Transend Company, LP(1)				
Common Stock									30,925	I	by family foundation				
Common Stock	11/27/02		G	V	73,500	A	N/A								
Common Stock	11/27/02		G	V	3,000	A	N/A								
Common Stock	11/27/02		G	V	73,500	A	N/A		150,000	I	by Transend Company II, LP				
Common Stock	11/27/02		G	V	1,500	A	N/A								
Common Stock	11/27/02		G	V	1,500	A	N/A								
Common Stock	11/27/02		G	V	3,000	D	N/A		0	I	by CHAE Industries, LLC ⁽³⁾				
Common Stock									291,878	I	by ESOP				

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

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 control number

FORM 4 (continued)	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)	wned		

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

1. Title of	2. Conver-	3.	3A.	4.	\neg	Number of D	erivative	6. Date		7. Title and	d Amount	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans	-	Securities Acquired (A) or		Exercisa	ıble	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		if any	1 1		(Instr. 3, 4 & 5)		(Month/Day/		ĺ		ľ	Owned	of	(Instr. 4)
	Security		(Month/	(Instr. 8)				Year)					Following	Deriv-	'
			Day/									ative	1 1		
		Year)	Year)	Code	v	(A)	(D)	Date	Expira-	Title	Amount or	:	Transaction(s)		
			l	Code	ľ	(A)	(D)		tion		Number of			Direct	1 1
			l		П				Date		Shares		(IIISU: 1)	(D)	1 1
			l		П			cisable	Date		Shares			or	1 1
			l		П									Indirect	1 1
			l		П									T)	1 1
			l		П									(1) (In ota 1)	1 1
2 1 2 1				\vdash	Н			(40)		~				(Instr. 4)	
Stock Option	\$ 3.15		l		П			<u>(4)</u>	12/11/07	Common	294,574		294,574	D	1 1
(right to buy)					П					Stock					
Stock Option	\$3.15				П			<u>(5)</u>	2/11/08	Common	254,744		254,744	D	
(right to buy)					П					Stock			'		
	\$9.63			\vdash	Н			(6)	9/18/10	Common	30,000		30,000	D	\vdash
Stock Option			l		П			10)	9/18/10	1	30,000	1	30,000	ע	1 1
(right to buy)					Ш					Stock					
Stock Option	\$8.38				П			<u>(7)</u>	11/26/10	Common	90,000		90,000	D	
(right to buy)			l		П					Stock					1 1
Stock Option	\$ 11.00			\vdash	Н			(8)	7/11/10	Common	300	-	300	D	\vdash
			l		П			10)	//11/10		300	1	300	ן ע	1 1
(right to buy)					Ш					Stock					
Stock Option	\$8.04				П			<u>(9)</u>	10/15/11	Common	120,000		120,000	D	
(right to buy)			l		П					Stock					1 1
Stock Option	\$ 5.90			\vdash	H			(10)	10/15/12	Common	100,000	1	100,000	D	\vdash
					Н			107		Stock	100,000	1	100,000	ע	ı I
(right to buy)					Ш					Stock					

Explanation of Responses:

- (1) Transend Company, LP is a grantor retained annuity trust and was formed as a part of a series of transactions for estate planning purposes.
- (2) Transend Company II, LP is a grantor retained annuity trust and was formed as a 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) 100% vested
- (5) 100% vested
- (6) 15,000 shares are exercisable; 7,500 additional shares will become exercisable on each of August 19, 2003 and 2004.
- (7) 22,500 shares are exercisable; an additional 22,500 shares will vest on each of November 27, 2002, 2003 and 2004.
- (8) 100% vested
- (9) 30,000 shares are exercisable; 30,000 additional shares will become exercisable on each of October 15, 2003, 2004 and 2005.
- (10) 25,000 shares will become exercisable on each of October 15, 2003, 2004, 2005 and 2006.

By: /s/ Lori Cameron Attorney-in-Fact for Stan Geyer **Signature of Reporting Person

November 27, 2002

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.

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.