## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average bur	den									
hours ner resnonse.	05									

1. Name and Address of Reporting Person*				er Name <b>and</b> Ticke TEGRIS INC	0	ymbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
SULLIVAN	<u>SULLIVAN DONALD M</u>					X	Director	10% 0	Owner			
(Last) 3500 LYMAN	(First) N BOULEVARI	(Middle)	3. Date 10/15	e of Earliest Transa /2004	ction (Month/E	Day/Year)		Officer (give title below)	Other below	· (specify /)		
P			4. If Ar	mendment, Date of	Original Filed	(Month/Day/Year)		/idual or Joint/Grou	p Filing (Check A	Applicable		
(Street)							Line)	Form filed by On	e Reportina Pers	son		
CHASKA	MN	55379						Form filed by Mo Person	re than One Rep	porting		
(City)	(State)	(Zip)										
		Table I - Non	-Derivative S	ecurities Acq	uired, Disp	osed of, or Benefi	cially	Owned				
1. Title of Security (Instr. 3) 2. Transa				2A. Deemed	3.	4. Securities Acquired (A	) or	5. Amount of	6. Ownership	7. Nature		

1. Title of Security (Instr. 3)	Date	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially	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		Transaction(s) (Instr. 3 and 4)		(1130.4)

 
 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. Transa Code (	ction	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		6. Date Exercisable and Expiration Date Amount of (Month/Day/Year) Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(Instr. and 5)	3, 4 (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Stock Option (Right to Buy)	\$8.37	10/15/2004	10/15/2004	A		9,000		04/15/2005	10/15/2014	Common Stock	9,000	(1)	9,000	D	

Explanation of Responses:

1. Not Applicable

Remarks:

By: /s/ Lori Cameron,

Attorney-in-Fact for Donald M 10/19/2004 Sullivan

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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.