SEC Form 4

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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).

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 burden hours per response: 0.5

1. Name and Addre Edlund Todd	ss of Reporting Persor James	* }	2. Issuer Name and Ticker or Trading Symbol <u>ENTEGRIS INC</u> [ENTG]	(Check	ionship of Reporting Persor all applicable) Director Officer (give title	n(s) to Issuer 10% Owner Other (specify		
L (Last) (Eirst) (Middle) L			3. Date of Earliest Transaction (Month/Day/Year) 02/12/2018	Х	below) EVP & COC	below)		
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
ELKO	MN	55020		Х	Form filed by One Report	,		
(City)	(State)	(Zip)			Person	Jile Reperang		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Transaction Disposed Of (D) (Instr. 3, 4 and Code (Instr. 5)			5. Amount of Securities Beneficially Owned Following Reported	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)
Common Stock	02/12/2018		A		12,216 ⁽¹⁾	A	\$0 ⁽²⁾	137,990	D	
Common Stock	02/12/2018		A		14,727 ⁽³⁾	A	\$0 ⁽²⁾	152,717	D	
Common Stock	02/12/2018		F		4,5 89 ⁽⁴⁾	D	\$31.1	148,128	D	

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 (8)		of		6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$31.1	02/12/2018		A		38,784		(5)	02/19/2025	Common Stock	38,784	\$0 ⁽²⁾	38,784	D	

Explanation of Responses:

1. These shares are restricted stock units with restrictions that lapse over a four year period with respect to 25% of these shares per year, starting February 19, 2019 and thereafter on February 19, 2020, February 19, 2021 and February 19, 2022.

2. Awarded pursuant to the Entegris, Inc. 2010 Stock Plan, as amended, in consideration of services as an employee.

3. Awarded in connection with the settlement of performance share units for the 2015-2017 performance cycle.

4. Shares automatically withheld upon settlement of performance share units to satisfy tax withholding obligations.

5. The option vests in four equal annual installments starting on February 19, 2019 and thereafter on February 19, 2020, February 19, 2021 and February 19, 2022.

Remarks:

<u>/s/ Sue Lee, Attorney-In-Fact</u> for Todd Edlund

02/14/2018

** Signature of Reporting Person

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.

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