# 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 MB Number: 3235-028

| hours per response:     | 0.5       |
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| OMB Number:             | 3235-0287 |

| 1. Name and Addre<br>Morris Greg              | ess of Reporting Perso<br>Dry Colburn | n*    | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>ENTEGRIS INC</u> [ ENTG ] | (Check   | tionship of Reporting Perso<br>all applicable)<br>Director<br>Officer (give title | n(s) to Issuer<br>10% Owner<br>Other (specify |  |
|---|---------------------------------------|-------|--|--|---|---|--|
| (Last) (First) (Middle)<br>22330 WYBENGA LANE |                                       |       | 3. Date of Earliest Transaction (Month/Day/Year)<br>12/03/2014                     | X  | below)<br>Sr.VP.Chief Commeri   | below)  |  |
| (Street)<br>NUEVO CA 92567                    |                                       | 92567 | 4. If Amendment, Date of Original Filed (Month/Day/Year)                           | Date of Original Filed (Month/Day/Year)<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Solution:<br>Sol |   |   |  |
| (City)  | (State)                               | (Zip) |  |  | FEISOII   |   |  |

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

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |   |        |               |                                 | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|---|---|--------|---------------|---------------------------------|---|---|---|
|                                 |  |   | Code                                    | v | Amount | (A) or<br>(D) | Price                           | Transaction(s)<br>(Instr. 3 and 4)  |   | (1150.4)  |
| Common Stock                    | 12/03/2014                                 |   | М                                       |   | 7,136  | Α             | \$8.76                          | 46,878  | D   |   |
| Common Stock                    | 12/03/2014                                 |   | F                                       |   | 5,520  | D             | \$13.75                         | 41,358  | D   |   |
| Common Stock                    | 12/03/2014                                 |   | М                                       |   | 7,057  | A             | \$9.27                          | 48,415  | D   |   |
| Common Stock                    | 12/03/2014                                 |   | F                                       |   | 5,622  | D             | \$13.75                         | 42,793  | D   |   |
| Common Stock                    | 12/03/2014                                 |   | М                                       |   | 11,843 | A             | \$9.88                          | 54,636  | D   |   |
| Common Stock                    | 12/03/2014                                 |   | F                                       |   | 9,763  | D             | \$13.75                         | 44,873  | D   |   |
| Common Stock                    | 12/04/2014                                 |   | S                                       |   | 5,131  | D             | <b>\$13.7037</b> <sup>(1)</sup> | 39,742  | D   |   |

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 10. 11. Nature Ownership Conversion Date Execution Date. Transaction Expiration Date of Securities Derivative derivative of Indirect of if any Security (Instr. 3) or Exercise Price of Code (Instr. 8) Derivative Underlying Derivative Security Security (Instr. 5) Form: Direct (D) (Month/Day/Year) (Month/Day/Year) Securities Beneficial (Month/Day/Year) Beneficially Securities Ownership Derivative Acquired (Instr. 3 and 4) Owned or Indirect (Instr. 4) Security (A) or Disposed Following (I) (Instr. 4) Reported of (D) (Insti 3, 4 and 5) Transaction(s) (Instr. 4) Amount Number Date Expiration (A) (D) Title Code v Exercisable Date Shares Employee Stock Option Commor \$8.76 12/03/2014 М 7,136 (2) 02/19/2018 7,136 (5) 7,136 D Stock (Right to Buy) Employee Stock Commo (3) 7,057 Option \$9.27 12/03/2014 7,057 02/19/2019 (5) 14,115 D Μ Stock (Right to Buy) Employee Stock Commor Option \$9.88 12/03/2014 Μ 11,843 (4) 02/19/2020 11,843 (5) 35,529 D Stock (Right to

#### Explanation of Responses:

1. The price reported in column 4 is a weighted average price reported in reliance on a letter from the Office of Chief Counsel, Securities and Exchange Commission's Division of Corporate Finance to the Society of Corporate Secretaries & Corporate Governance Professionals dated June 25, 2008. These shares were sold in multiple transactions at prices ranging from \$13.70 to \$13.71, inclusive. The reporting person undertakes to provide Entegris, Inc., any shareholder of Entegris, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

2. This option vests in four equal annual installments starting on February 19, 2012 and thereafter on February 19, 2013, February 19, 2014 and February 19, 2015.

3. The option vests in four equal annual installments starting on February 19, 2013 and thereafter on February 19, 2014, February 19, 2015 and February 19, 2016.

4. The option vests in four equal annual installments starting on February 19, 2014 and thereafter on February 19, 2015, February 19, 2016 and February 19, 2017.5. This option was granted pursuant to an employee stock option plan that provides for the grant of options in consideration of services as an employee.

**Remarks:** 

Buy)

<u>/s/ Peter W. Walcott, Attorney-</u> <u>In-Fact for Gregory C. Morris</u>

12/05/2014

\*\* Signature of Reporting Person

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

Date

 $^{\ast}$  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.