SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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| | 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

| · | | | | 1 | | | | |
|------------------------------|---------|----------|--|-------------------|---|--------------------------------|--|--|
| 1. Name and Addres BRADLEY N | 1 0 | on* | 2. Issuer Name and Ticker or Trading Symbol <u>ENTEGRIS INC</u> [ENTG] | | ationship of Reporting Per (all applicable) Director | rson(s) to Issuer 10% Owner | | |
| (Last) C/O ENTEGRIS | · | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 04/29/2020 | | Officer (give title below) | Other (specify below) | | |
| 129 CONCORD ROAD | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | lividual or Joint/Group Filing (Check Applicable | | | |
| (Street) | | | | X | Form filed by One Rep | orting Person | | |
| BILLERICA | MA | 01821 | | | Form filed by More tha Person | n One Reporting | | |
| (City) | (State) | (Zip) | | | | | | |

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) | 3. Transaction Code (Instr. 8) | | | | | 5. Amount of Securities Beneficially Owned Following Reported | Form: Direct | 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 | 04/29/2020 | | Α | | 2,567(1) | A | \$0 ⁽²⁾ | 60,029 | 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) | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 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 | | | | |

Explanation of Responses:

1. These Restricted Stock Units vest in full on the earlier of (1) the anniversary date of the grant, or (2) the date of the Company's 2021 Annual Meeting of Stockholders.

2. These shares were awarded on April 29, 2020 as Restricted Stock Units, payable solely in Common Stock, pursuant to the Entegris, Inc. 2020 Stock Plan, which provides for the award of Restricted Stock Units to independent directors in consideration for services as such.

Remarks:

/s/ Joseph Colella, Attorney-

In-Fact for Michael A. **Bradley**

** Signature of Reporting Person Date

05/01/2020

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).

** 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.