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

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1. Name and Ac LOY BER	ddress of Reporting <u>TRAND</u>	Person [*]		er Name and Ticke <mark>EGRIS INC</mark> [(Check	ationship of Reportir < all applicable) Director Officer (give title	10% 0	ssuer Owner (specify			
(Last) 2 SETTLEM	(First) IENT WAY	(Middle)	3. Date 08/06/	of Earliest Transac /2005	ction (Month/D	ay/Year)		below) Executive	(specify /)			
(Street) ACTON			4. If An	nendment, Date of (Original Filed	(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting					
(City)	(State)						Person					
		Table I - Noi	n-Derivative S	ecurities Acqu	uired, Disp	osed of, or Benef	icially	Owned				
1. Title of Secu	rity (Instr. 3)		2. Transaction Date	2A. Deemed Execution Date.	3. Transaction	4. Securities Acquired (A Disposed Of (D) (Instr. 3.		5. Amount of Securities	6. Ownership Form: Direct	7. Nature		

Security (Instr. 3)	2. Transaction	2A. Deemed	3.	4. Securities Acquired (A) or	5. Amount of	6. Ownership	6
	Date	Execution Date,			Securities	Form: Direct	6
	(1.1	1. f	0	E)	Development of the last	(D) an Indina at	۰.

	(Month/Day/Year)	if any (Month/Day/Year)	Code (I 8)	Instr.			Beneficial Ownership (Instr. 4)			
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(
Common Stock	08/06/2005		Α		49,299	Α	(1)	49,299	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. Transaction Code (Instr. 8) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title an of Securit Underlyin Derivative (Instr. 3 ar	ies g Security	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)	\$11.12	08/06/2005		A		76,450		(2)	12/04/2010	Common Stock	76,450	(3)	76,450	D	
Employee Stock Option (right to buy)	\$4.89	08/06/2005		A		52,560		(4)	12/18/2009	Common Stock	52,560	(5)	52,560	D	
Employee Stock Option (right to buy)	\$6.1	08/06/2005		A		18,879		(7)	12/07/2010	Common Stock	18,879	(6)	18,879	D	
Employee Stock Option (right to buy)	\$8.35	08/06/2005		A		30,406		(8)	11/29/2008	Common Stock	30,406	(9)	30,406	D	
Employee Stock Option (right to buy)	\$10.79	08/06/2005		A		59		(7)	08/10/2007	Common Stock	59	(11)	59	D	
Employee Stock Option (right to buy)	\$10.79	08/06/2005		A		30,406		(7)	08/10/2008	Common Stock	30,406	(10)	30,406	D	

Explanation of Responses:

1. Received in exchange for 35,467 shares of Mykrolis Corporation common stock in connection with the merger of Mykrolis Corporation into Eagle DE, Inc. pursuant to Agreement and Plan of Merger, dated March 21, 2005 (the "Merger"); pursuant to the Merger Eagle DE, Inc. changed its name to Entegris, Inc.

2. These options vest 25% on 12/4/2004 and quarterly therafter in 12 equal increments.

3. Received in exchange for 55,000 shares of Mykrolis Corporation common stock in connection with the merger of Mykrolis Corporation into Eagle DE, Inc. pursuant to Agreement and Plan of Merger, dated March 21, 2005 (the "Merger"); pursuant to the Merger Eagle DE, Inc. changed its name to Entegris, Inc.

4. These options vest 25% on 12/18/2003 and quarterly therafter in 12 equal increments.

5. Received in the Merger in exchange for an employee stock option to acquire 37,813 shares of Mykrolis Corporation at a price of \$6.80 per share.

6. Received in the Merger in exchange for an employee stock option to acquire 13,578 shares of Mykrolis Corporation at a price of \$8.48 per share.

7. These options are fully vested.

8. These options vest 25% on 11/29/2002 and quarterly therafter in 12 equal increments.

9. Received in the Merger in exchange for an employee stock option to acquire 21,875 shares of Mykrolis Corporation at a price of \$11.60 per share.

10. Received in the Merger in exchange for an employee stock option to acquire 21,875 shares of Mykrolis Corporation at a price of \$15.00 per share.

11. Received in the Merger in exchange for an employee stock option to acquire 43 shares of Mykrolis Corporation at a price of \$15.00 per share.

Remarks:

<u>/s/ Bertrand Loy</u>

<u>08/08/2005</u> Date

** Signature of Reporting Person 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.