

Edlund Todd James
Form 4
February 24, 2011

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Edlund Todd James

(Last) (First) (Middle)

4956 EAST 255TH STREET

(Street)

ELKO, MN 55020

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ENTEGRIS INC [ENTG]

3. Date of Earliest Transaction (Month/Day/Year)
02/22/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President, GM, CCS Div.

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

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) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 02/22/2011 | | M | | 21,000 A \$ 1.13 95,077 | D | |
| Common Stock | 02/22/2011 | | S | | 21,000 (1) D 8.8618 (2) 74,077 | D | |
| Common Stock | 02/22/2011 | | M | | 12,000 A \$ 1.13 86,077 | D | |
| Common Stock | 02/22/2011 | | S | | 12,000 D \$ 8.95 74,077 | D | |
| Common Stock | 02/22/2011 | | A | | 11,872 (3) A \$ 0 (4) 85,949 | D | |

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| | | | | | | | |
|--------------|------------|---|--------------|---|-----------|--------|---|
| Common Stock | 02/23/2011 | S | 6,587 (1) | D | \$ 8.4011 | 79,362 | D |
| Common Stock | 02/23/2011 | S | 175 | D | \$ 8.11 | 79,187 | D |

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

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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 Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 1.13 | 02/22/2011 | | M | 21,000 | 02/19/2011 | 02/19/2016 | Common Stock | 21,000 |
| Employee Stock Option (Right to Buy) | \$ 1.13 | 02/22/2011 | | M | 12,000 | 02/19/2011 | 02/19/2016 | Common Stock | 12,000 |
| Employee Stock Option (Right to Buy) | \$ 8.76 | 02/22/2011 | | A | 30,291 | (6) | 02/19/2018 | Common Stock | 30,291 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Edlund Todd James 4956 EAST 255TH STREET ELKO, MN 55020 | | | Vice President, GM, CCS Div. | |

Signatures

Peter W. Walcott, Attorney-In-Fact for Todd J.
Edlund

02/24/2011

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).

(1) These shares were sold pursuant to a 10b5-1 Trading Plan established by the Reporting Person on November 17, 2010.

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 Securities & Corporate Governance Professionals dated June 25, 2008. These shares were sold in multiple transactions at prices ranging from \$8.09 to \$8.70, 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.

- (3) These shares are restricted stock units with restrictions that lapse over a 4 year period with respect to 25% of these shares per year, starting on February 19, 2012.
- (4) This restricted stock unit award was made pursuant to an equity incentive award plan in consideration of services as an employee.
- (5) These options were awarded pursuant to a stock option plan that provides for the award of options in consideration of services as an employee.
- (6) The option vests in 4 equal annual installments on February 19, 2012, February 19, 2013, February 19, 2014 and February 19, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.