

WALCOTT PETER W
Form 4
December 11, 2009

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).

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 *
WALCOTT PETER W

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
25 LOWELL ROAD

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/10/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SR V.P. & General Counsel

WELLESLEY, MA 02481

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

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

(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)	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)
				(A) or (D)	Price		
Common Stock	12/10/2009		S	200 ⁽¹⁾ D	\$ 4.73	D	
Common Stock	12/10/2009		S	400 ⁽¹⁾ D	\$ 4.74	D	
Common Stock	12/10/2009		S	1,500 ⁽¹⁾ D	\$ 4.75	D	
Common Stock	12/10/2009		S	400 ⁽¹⁾ D	\$ 4.76	D	
Common Stock	12/10/2009		S	300 ⁽¹⁾ D	\$ 4.77	D	

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Common Stock	12/10/2009	S	100 <u>(1)</u>	D	\$ 4.79	116,223	D
Common Stock	12/10/2009	S	100 <u>(1)</u>	D	\$ 4.8	116,123	D
Common Stock	12/10/2009	S	1,500 <u>(1)</u>	D	\$ 4.81	114,623	D
Common Stock	12/10/2009	S	800 <u>(1)</u>	D	\$ 4.82	113,823	D
Common Stock	12/10/2009	S	300 <u>(1)</u>	D	\$ 4.83	113,523	D
Common Stock	12/10/2009	S	1,100 <u>(1)</u>	D	\$ 4.84	112,423	D
Common Stock	12/10/2009	S	1,700 <u>(1)</u>	D	\$ 4.85	110,723	D
Common Stock	12/10/2009	S	3,500 <u>(1)</u>	D	\$ 4.86	107,223	D
Common Stock	12/10/2009	S	2,100 <u>(1)</u>	D	\$ 4.87	105,123	D
Common Stock	12/10/2009	S	500 <u>(1)</u>	D	\$ 4.88	104,623	D
Common Stock	12/10/2009	S	300 <u>(1)</u>	D	\$ 4.89	104,323	D
Common Stock	12/10/2009	S	100 <u>(1)</u>	D	\$ 4.91	104,223	D
Common Stock	12/10/2009	S	100 <u>(1)</u>	D	\$ 4.92	104,123	D

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

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 control number.

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(9-02)

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,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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4, and 5)

		Date	Expiration	Title	Amount
		Exercisable	Date		or
Code	V (A) (D)				Number
					of
					Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WALCOTT PETER W 25 LOWELL ROAD WELLESLEY, MA 02481			SR V.P. & General Counsel	

Signatures

Peter W. Walcott	12/11/2009
**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) Indicated sales were effected pursuant to a Rule 10b5-1 Plan adopted by the Reporting Person on May 8, 2008 which was most recently amended on November 23, 2009.

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.