

ENTEGRIS INC
Form 4/A
April 21, 2006

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DAUWALTER JAMES E

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)
3250 JULIAN DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/14/2006

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

CHASKA, MN 55318

4. If Amendment, Date Original
Filed(Month/Day/Year)
03/16/2006

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/14/2006		S	25,000 (1)	D \$ 11 312,426 (2)	I	
Common Stock					85,319 (2)	D	
Common Stock					0 (2)	I	
					251,668	I	

By James E.
Dauwalter
Trust UA
12/11/2001
(3)

By Security
Charitable
Remainder
Unitrust

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Common Stock				By 401(k) Plan ⁽³⁾
Common Stock	1,187,000 ⁽²⁾	I		By Davar, LP
Common Stock	30,468 ⁽²⁾	I		By JJD Industries, LLC
Common Stock	390,070 ⁽²⁾	I		By Carville Company III, LP
Common Stock	102,866	I		By Judith V. Dauwalter Rev. Trust ⁽⁴⁾
Common Stock	96,666	I		By James E. Dauwalter Trust UA 4/10/2000 ⁽⁴⁾
Common Stock	312,426	I		By James E. Dauwalter Trust UA 12/11/2001 ⁽⁴⁾

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

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SEC 1474
(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, 4, and 5)	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. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAUWALTER JAMES E 3250 JULIAN DRIVE CHASKA, MN 55318		X		

Signatures

Peter W. Walcott, Attorney-in-Fact for James E.
Dauwalter

04/21/2006

__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).

- All sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 Plan adopted by the reporting person on January 20, 2006; this
- (1) amendment is to correct the designation of direct versus indirect holdings by the reporting person with respect to a timely filed Form 4; no additional shares are reported with respect to this transaction.
 - (2) This amendment is to correct the number of shares held or owned following the reported transaction to shift from a previously reported direct holding to an indirect holding.
 - (3) This amendment is to correct the nature of indirect beneficial ownership; these shares were distributed from an ESOP to the reporting person's 401(k) account.
 - (4) This amendment is to add an indirect holding.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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