

Morris Gregory Colburn
Form 4/A
December 14, 2010

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Morris Gregory Colburn

(Last) (First) (Middle)

22330 WYBENGA LANE

(Street)

NUEVO, CA 92567

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/08/2010

4. If Amendment, Date Original
Filed(Month/Day/Year)
11/09/2010

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Vice President, GM, Field Ops

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/08/2010		M	30,000	A \$ 1.13	107,616 ⁽¹⁾	D
Common Stock	11/08/2010		S	30,000	D \$ 6.5726 ⁽²⁾ ⁽³⁾	77,616 ⁽¹⁾	D
Common Stock	11/08/2010		M	3,500	A \$ 2.1	81,116 ⁽¹⁾	D
Common Stock	11/08/2010		S	3,500	D \$ 6.5 ⁽²⁾	77,616 ⁽¹⁾	D
Common Stock	11/08/2010		S	18,457	D \$ 6.5528	59,159	D

Edgar Filing: Morris Gregory Colburn - Form 4/A

(2) (4)

Common Stock 16,822 I By 401k Plan

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.

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)	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 1.13	11/08/2010		M	30,000	(5) 02/19/2016	Common Stock	30,000
Employee Stock Option (Right to Buy)	\$ 2.1	11/08/2010		M	3,500	(7) 12/16/2015	Common Stock	3,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Morris Gregory Colburn
22330 WYBENGA LANE
NUEVO, CA 92567

Vice President, GM, Field Ops

Signatures

Peter W. Walcott, Attorney-In-Fact for Gregory C. Morris

12/14/2010

**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) This amendment is to correct an overstatement in the Table 1, Item 5 Amount of Securities Beneficially Owned that were previously reported in the Reporting Person's November 9, 2010 Form 4 as amended.

(2) These shares were sold pursuant to a Rule 10b5-1 Trading Plan established by the Reporting Person on May 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 \$6.50 to \$6.65 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.

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 \$6.50 to \$6.60, 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.

(5) The option is exercisable in three equal annual installments. The first installment became exercisable on 2/19/2010 and the next two installments become exercisable on 2/19/2011 and 2/19/2012.

(6) These options were granted pursuant to an employee stock option plan that provides for the grant of options in consideration of services as an employee.

(7) This option is exercisable in four equal annual installments. The first installment became exercisable on 12/16/2009 and the next three installments become exercisable on 12/16/2010, 12/16/2011 and 12/16/2012.

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.