

ENTEGRIS INC
Form 4
September 14, 2006

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 *
DAUWALTER JAMES E

(Last) (First) (Middle)
3250 JULIAN DRIVE
(Street)
CHASKA, MN 55318

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
09/13/2006

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or Price (D)		
Common Stock	09/13/2006		M		34,580 A \$ 3.15	119,899	D
Common Stock	09/13/2006		S		500 ⁽¹⁾ D \$ 11.06	119,399	D
Common Stock	09/13/2006		S		900 ⁽¹⁾ D \$ 11.05	118,499	D
Common Stock	09/13/2006		S		2,957 ⁽¹⁾ D \$ 11	115,542	D
Common Stock	09/13/2006		S		2,400 ⁽¹⁾ D \$ 10.99	113,142	D
	09/13/2006		S			111,199	D

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Common Stock			1,943 <u>(1)</u>		\$ 10.98		
Common Stock	09/13/2006	S	5,200 <u>(1)</u>	D	\$ 10.97	105,999	D
Common Stock	09/13/2006	S	6,590 <u>(1)</u>	D	\$ 10.96	99,409	D
Common Stock	09/13/2006	S	6,603 <u>(1)</u>	D	\$ 10.95	92,806	D
Common Stock	09/13/2006	S	1,587 <u>(1)</u>	D	\$ 10.94	91,219	D
Common Stock	09/13/2006	S	600 <u>(1)</u>	D	\$ 10.93	90,619	D
Common Stock	09/13/2006	S	200 <u>(1)</u>	D	\$ 10.92	90,419	D
Common Stock	09/13/2006	S	600 <u>(1)</u>	D	\$ 10.91	89,819	D
Common Stock	09/13/2006	S	300 <u>(1)</u>	D	\$ 10.9	89,519	D
Common Stock	09/13/2006	S	911 <u>(1)</u>	D	\$ 10.88	88,608	D
Common Stock	09/13/2006	S	1,100 <u>(1)</u>	D	\$ 10.87	87,508	D
Common Stock	09/13/2006	S	89 <u>(1)</u>	D	\$ 10.86	87,419	D
Common Stock	09/13/2006	S	700 <u>(1)</u>	D	\$ 10.84	86,719	D
Common Stock	09/13/2006	S	300 <u>(1)</u>	D	\$ 10.83	86,419	D
Common Stock	09/13/2006	S	400 <u>(1)</u>	D	\$ 10.79	86,019	D
Common Stock	09/13/2006	S	700 <u>(1)</u>	D	\$ 10.78	85,319	D

Common Stock						237,426	I	By James E. Dauwalter Rev. Trust UA 12/11/2001
Common Stock						102,866	I	By Judith V. Dauwalter Rev. Trust UA 12/11/2001

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Common Stock	96,666	I	By James E. Dauwalter Irrev. Trust UA 4/10/2000
Common Stock	39,754	I	By Dauwalter Family Foundation
Common Stock	634,244	I	By Carville Company, LP
Common Stock	77,336	I	By Carville Company II, LP
Common Stock	390,070	I	By Carville Company III, LP
Common Stock	1,187,000	I	By Davar, LP
Common Stock	30,468	I	By JJD Industries, LLC

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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option	\$ 3.15	09/13/2006		M	34,580	12/12/2001 12/12/2007	Common Stock 34,580

(right to
buy)

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

09/13/2006

__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).
- (1) All sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 Plan adopted by the reporting person on September 8, 2006.
- (2) 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.

Remarks:

Remarks: Form 1 of 2 Form 4's - 9-13-06

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