

Goodman John B
Form 4
January 06, 2006

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 *
Goodman John B

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)
6686 POINTE LAKE LUCY

3. Date of Earliest Transaction (Month/Day/Year)
01/04/2006

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

SR V.P. - Tech. & Innovation

(Street)

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

CHANHASSEN, MN 55317

(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)
			Code	V	Amount or Price (A) or (D)		
Common Stock	01/04/2006		S		4 ⁽¹⁾ \$ 9.46	D	210,675
Common Stock	01/04/2006		S		5 ⁽¹⁾ \$ 9.47	D	210,670
Common Stock	01/04/2006		S		98 ⁽¹⁾ \$ 9.49	D	210,572
Common Stock	01/04/2006		S		153 ⁽¹⁾ \$ 9.5	D	210,419
Common Stock	01/04/2006		S		269 ⁽¹⁾ \$ 9.51	D	210,150

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Common Stock	01/04/2006	S	820 <u>(1)</u>	D	\$ 9.52	209,330	D
Common Stock	01/04/2006	S	273 <u>(1)</u>	D	\$ 9.53	209,057	D
Common Stock	01/04/2006	S	401 <u>(1)</u>	D	\$ 9.54	208,656	D
Common Stock	01/04/2006	S	500 <u>(1)</u>	D	\$ 9.55	208,156	D
Common Stock	01/04/2006	S	355 <u>(1)</u>	D	\$ 9.56	207,801	D
Common Stock	01/04/2006	S	243 <u>(1)</u>	D	\$ 9.57	207,558	D
Common Stock	01/04/2006	S	566 <u>(1)</u>	D	\$ 9.58	206,992	D
Common Stock	01/04/2006	S	576 <u>(1)</u>	D	\$ 9.59	206,416	D
Common Stock	01/04/2006	S	936 <u>(1)</u>	D	\$ 9.6	205,480	D
Common Stock	01/04/2006	S	701 <u>(1)</u>	D	\$ 9.61	204,779	D
Common Stock	01/04/2006	S	648 <u>(1)</u>	D	\$ 9.62	204,131	D
Common Stock	01/04/2006	S	513 <u>(1)</u>	D	\$ 9.63	203,618	D
Common Stock	01/04/2006	S	294 <u>(1)</u>	D	\$ 9.64	203,324	D
Common Stock	01/04/2006	S	440 <u>(1)</u>	D	\$ 9.65	202,884	D
Common Stock	01/04/2006	S	477 <u>(1)</u>	D	\$ 9.66	202,407	D
Common Stock	01/04/2006	S	126 <u>(1)</u>	D	\$ 9.67	202,281	D
Common Stock	01/04/2006	S	351 <u>(1)</u>	D	\$ 9.68	201,930	D
Common Stock	01/04/2006	S	297 <u>(1)</u>	D	\$ 9.69	201,633	D
Common Stock	01/04/2006	S	158 <u>(1)</u>	D	\$ 9.7	201,475	D
Common Stock	01/04/2006	S	82 <u>(1)</u>	D	\$ 9.71	201,393	D
	01/04/2006	S	109 <u>(1)</u>	D		201,284	D

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Common Stock					\$				
					9.72				
Common Stock	01/04/2006		S	22 ⁽¹⁾	D	\$	202,460 ⁽²⁾	D	
						9.73			
Common Stock							100,961	I	ESOP
Common Stock							59,715	I	By spouse
Common Stock							5,389	I	Held in trust for child

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

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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, 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 (Instr. 5)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Goodman John B 6686 POINTE LAKE LUCY CHANHASSEN, MN 55317			SR V.P. - Tech. & Innovation	

Signatures

/s/ Peter W. Walcott, Attorney-in-fact for John B.
Goodman

01/06/2006

__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) These shares were sold pursuant to a Rule 10b5-1 Trading Plan established by the reporting person on October 25, 2005 to provide cash to pay taxes owed to the issuer with respect to the partial lapse of restrictions on a restricted stock award dated August 10, 2005.
 - (2) Includes 1,198 shares acquired under the Entegris, Inc. Employee Stock Purchase Plan.

Remarks:

This is Form 1 of 2 filed in connection with 01-04-2006 reported transactions.

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.