

Edgar Filing: ENTEGRIS INC - Form SC 13G/A

ENTEGRIS INC
Form SC 13G/A
February 13, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

(Amendment No. 2)*

Entegris, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

29362U104

(CUSIP Number)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 29362U104

13G/A

Page 2 of 5 Pages

1 NAME OF REPORTING PERSON
 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

James E. Dauwalter

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Not Applicable.
 (a)
 (b)

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3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A.

5 SOLE VOTING POWER

941,467

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH
6 SHARED VOTING POWER

3,835,848

7 SOLE DISPOSITIVE POWER

941,467

8 SHARED DISPOSITIVE POWER

3,835,848

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,777,315

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

6.7%

12 TYPE OF REPORTING PERSON*

IN

* SEE INSTRUCTION BEFORE FILLING OUT!

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Item 1.

- (a) Name of Issuer:

Entegris, Inc.
- (b) Address of Issuer's Principal Executive Office:

3500 Lyman Boulevard
Chaska, MN 55318

Item 2.

- (a) Name of Person Filing:

James E. Dauwalter

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(b) Address of Principal Business Office:

3500 Lyman Boulevard
Chaska, MN 55318

(c) Citizenship:

U.S.A.

(d) Title of Class of Securities:

Common Stock, \$.01 par value

(e) CUSIP Number:

29362U104

Item 3. Not Applicable.

Item 4. Ownership

(a) Amount beneficially owned:

4,777,315 shares. The number of shares beneficially owned as of December 31, 2002 includes 315,337 shares held directly; 640,333 shares held by family members; 50,354 shares held by family foundation; 2,250,000 shares held by Carville Company, L.P. and 600,000 shares held by Carville Company II, L.P. grantor retained annuity trusts which were formed by Reporting Person as part of a series of transactions for estate planning purposes; 15,000 shares

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held by a security charitable remainder trust; 280,161 shares allocated to Mr. Dauwalter's account under the Entegris, Inc. ESOP, and an aggregate of 626,130 shares subject to stock options exercisable within 60 days.

(b) Percent of Class:

6.7%

(c) Number of Shares as to Which Such Person Has:

(i) sole power to vote or direct the vote:

941,467

(ii) shared power to vote or direct the vote:

3,835,848

(iii) sole power to dispose or direct the disposition of:

941,467

(iv) shared power to dispose or to direct the disposition of:

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3,835,848

Item 5. Not Applicable.

Item 6. Not Applicable.

Item 7. Not Applicable.

Item 8. Not Applicable.

Item 9. Not Applicable.

Item 10. Not Applicable.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 13, 2003

By: /s/ James E. Dauwalter

James E. Dauwalter

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