

ENTEGRIS INC
Form 4
October 24, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
GMT CAPITAL CORP

(Last) (First) (Middle)

2300 WINDY RIDGE PARKWAY
SUITE 550 SOUTH

(Street)

ATLANTA, GA 30339

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/15/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 (Instr. 4)
			Code	V	Amount or (D) Price		
Common Stock	10/15/2012		P		154,422 (1) (2) (3) 7.83	A	\$ 13,931,222 (4)
Common Stock	10/16/2012		P		78,800 (1) (2) (5) 8.03	A	\$ 14,010,022 (6)
Common Stock	10/17/2012		P		51,578 (1) (2) (7) 8.07	A	\$ 14,061,600 (8)
Common Stock	10/22/2012		P		114,000 (1) (2) (9) 8.02	A	\$ 14,175,600 (10)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
				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
GMT CAPITAL CORP 2300 WINDY RIDGE PARKWAY SUITE 550 SOUTH ATLANTA, GA 30339				X

Signatures

George E. Case,
III 10/24/2012

**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).
- This Form 4 is being jointly filed by Bay Resource Partners, L.P., a Delaware limited partnership (Bay), Bay II Resource Partners, L.P., a Delaware limited partnership (Bay II), Bay Resource Partners Offshore Master Fund, L.P., an exempted limited partnership organized under the laws of the Cayman Islands (Offshore Fund), GMT Capital Corp., a Georgia corporation (GMT Capital), and Thomas E. Claugus, a United States citizen (Clausus). The foregoing persons are hereinafter sometimes collectively referred to as the Reporting Persons.
- (1)
 - (2) GMT Capital, the general partner of Bay and Bay II, has the power to direct the affairs of Bay and Bay II, including the voting and disposition of shares. As the discretionary investment manager of the Offshore Fund and certain other accounts, GMT Capital has power to direct the voting and disposition of shares held by the Offshore Fund and such accounts. Mr. Claugus is the President of GMT Capital and in that capacity directs the operations of each of Bay and Bay II and the voting and disposition of shares held by the Offshore Fund and separate client accounts managed by GMT Capital. GMT Capital and Mr. Claugus may be deemed to beneficially own indirect

Edgar Filing: ENTEGRIS INC - Form 4

pecuniary interest as the result of performance-based fees and profit allocations. Each of GMT Capital and Mr. Claugus disclaims such beneficial ownership except to the extent ultimately realized.

The aggregate number of shares of common stock purchased was 154,422 shares and such shares were purchased by the Reporting

- (3) Persons in the following amounts: Bay = 29,000 shares; Bay II = 34,600 shares; Offshore Fund = 81,322 shares; GMT Capital = 4,300 shares; Claugus = 5,200 shares.

13,931,222 shares of common stock is the aggregate number of shares of common stock owned by the Reporting Persons and is owned as follows: Bay = 1,738,000 shares directly owned by it; Bay II = 3,994,300 shares directly owned by it; Offshore Fund = 7,356,322 shares directly owned by it; GMT Capital = 452,500 shares of common stock beneficially owned by it with respect to separate client accounts managed by it; Claugus = 390,100 shares directly owned by him.

- (4) The aggregate number of shares of common stock purchased was 78,800 shares and such shares were purchased by the Reporting Persons in the following amounts: Bay = 14,700 shares; Bay II = 17,700 shares; Offshore Fund = 41,600 shares; GMT Capital = 2,200 shares; Claugus = 2,600 shares.

14,010,022 shares of common stock is the aggregate number of shares of common stock owned by the Reporting Persons and is owned as follows: Bay = 1,752,700 shares directly owned by it; Bay II = 4,012,000 shares directly owned by it; Offshore Fund = 7,397,922 shares directly owned by it; GMT Capital = 454,700 shares of common stock beneficially owned by it with respect to separate client accounts managed by it; Claugus = 392,700 shares directly owned by him.

- (5) The aggregate number of shares of common stock purchased was 51,578 shares and such shares were purchased by the Reporting Persons in the following amounts: Bay = 9,700 shares; Bay II = 11,600 shares; Offshore Fund = 27,078 shares; GMT Capital = 1,500 shares; Claugus = 1,700 shares.

14,061,600 shares of common stock is the aggregate number of shares of common stock owned by the Reporting Persons and is owned as follows: Bay = 1,762,400 shares directly owned by it; Bay II = 4,023,600 shares directly owned by it; Offshore Fund = 7,425,000 shares directly owned by it; GMT Capital = 456,200 shares of common stock beneficially owned by it with respect to separate client accounts managed by it; Claugus = 394,400 shares directly owned by him.

- (6) The aggregate number of shares of common stock purchased was 114,000 shares and such shares were purchased by the Reporting Persons in the following amounts: Bay = 21,400 shares; Bay II = 25,600 shares; Offshore Fund = 60,000 shares; GMT Capital = 3,200 shares; Claugus = 3,800 shares.

14,175,600 shares of common stock is the aggregate number of shares of common stock owned by the Reporting Persons and is owned as follows: Bay = 1,783,800 shares directly owned by it; Bay II = 4,049,200 shares directly owned by it; Offshore Fund = 7,485,000 shares directly owned by it; GMT Capital = 459,400 shares of common stock beneficially owned by it with respect to separate client accounts managed by it; Claugus = 398,200 shares directly owned by him.

- (7) 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.