### Edgar Filing: MKS INSTRUMENTS INC - Form 4

MKS INSTR	RUMENTS IN	С									
Form 4	_										
May 26, 200											
				RITIES AND EXCHANGE COMMISSIC					OMB OMB Number:	PROVAL 3235-0287	
Check th if no long subject to Section 1 Form 4 o Form 5 obligation may cont <i>See</i> Instru 1(b).	6. Filed j ns Section 1	<b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</b> <b>SECURITIES</b> 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						Expires:January 31, 2005Estimated average burden hours per response0.5			
(Print or Type I	Responses)										
WEIGNER RONALD Symbol				uer Name <b>and</b> Ticker or Trading l				5. Relationship of Reporting Person(s) to Issuer			
			MKS IN	ISTRUM	ENTS II	NC [N	MKSI]	(Check all applicable)			
90 INDUSTRIAL WAY 05/25/2 (Street) 4. If Ame			of Earliest Transaction /Day/Year) /2005				Director 10% Owner X Officer (give title Other (specify below) below) V.P. & Chief Financial Officer				
			nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
WILMING	ГОN, MA 018	87						Form filed by M Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	saction Date 2A. Deemed /Day/Year) Execution Date, if any (Month/Day/Year)		(A)			Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial		
Common	05/25/2005			Code V M	Amount 1,800	or (D) A	Price \$ 4.43	(Instr. 3 and 4) 1,800	D		
Common	05/25/2005			S	1,800	D	\$ 16.59	0	D		

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.

 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. Transactio Code (Instr. 8)	5. Number onof Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	e Expiration Da (Month/Day/Y	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	
Stock Option (right to buy)	\$ 0 <u>(1)</u> <u>(2)</u>	05/25/2005		М	1,800	) 08/08/1988	08/08/1988	Common	1,800	

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# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
WEIGNER RONALD 90 INDUSTRIAL WAY WILMINGTON, MA 01887			V.P. & Chief Financial Officer				
Signatures							

By: Joseph M.Tocci 05/26/2005 / POA

\*\*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) Option conversion price \$4.43 for option transactions reported on this filing.

(2) Stock Option Grants include multiple vest dates.

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.