IONICS INC Form 4 February 23, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

(City)

1. Title of

Security

(Instr. 3)

1. Name and Address of Reporting Person * WANG DANIEL I C

2. Issuer Name and Ticker or Trading Symbol

Issuer

IONICS INC [ION]

(Check all applicable)

(First) (Last)

3. Date of Earliest Transaction

(Month/Day/Year) 02/22/2005

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

5. Relationship of Reporting Person(s) to

C/O MASSACHUSETTS **INSTITUTE, 77**

MASSACHUSETTS AVE. (Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

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

CAMBRIDGE, MA 02139-4307

(State)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if (Month/Day/Year)

(Zip)

(Middle)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned **Following**

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Ownership Indirect (I) (Instr. 4) (Instr. 4)

Reported (A) Transaction(s) or (Instr. 3 and 4)

(D) Price Code V Amount

Common 02/22/2005 Stock

D U 3,713 \$ 44 0 (1)

D

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)

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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. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration I (Month/Day	Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Deriva Securit (Instr.
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 33.8125	02/22/2005		U	2,000	(2)	(2)	Common Stock	2,000	\$ 4
Stock Option (Right to Buy)	\$ 26.5	02/22/2005		U	2,000	<u>(2)</u>	(2)	Common Stock	2,000	\$ 4
Stock Option (Right to Buy)	\$ 24.24	02/22/2005		U	2,000	(2)	(2)	Common Stock	2,000	\$ 4
Stock Option (Right to Buy)	\$ 28.13	02/22/2005		U	2,000	<u>(2)</u>	<u>(2)</u>	Common Stock	2,000	\$ 4
Stock Option (Right to Buy)	\$ 18.9	02/22/2005		U	4,000	(2)	(2)	Common Stock	4,000	\$ 4
Stock Option (Right to Buy)	\$ 25.1	02/22/2005		U	2,000	<u>(2)</u>	(2)	Common Stock	2,000	\$ 4

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
WANG DANIEL I C C/O MASSACHUSETTS INSTITUTE 77 MASSACHUSETTS AVE. CAMBRIDGE, MA 02139-4307	X						

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Signatures

/s/ Stephen Korn, Attorney-in-fact 02/22/2005

**Signature of Reporting Person

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) The disposition of the securities is exempt pursuant to Section 16b-3(e).

Pursuant to the Merger Agreement between the issuer, General Electric Company and Triton Acquisition Corp., the stock options will be converted at the effective time of the merger into the right to receive a cash payment equal to the excess of \$44.00 over the exercise price of such stock option multiplied by the number of shares subject to such stock option. The disposition of the securities is exempt pursuant to Section 16b-3(e).

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.

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