ENTEGRIS INC Form SC 13G/A February 06, 2004

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

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

(Amendment No. 3) \*

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

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1. NAME OF REPORTING PERSON

S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Entegris, Inc. Employee Stock Ownership Plan

2.	CHECK THE	APPROPRI <i>A</i>	ATE BOX ] (a) [_] (b) [_]	IF A MEMBER O	F A GROUP*	Not a	pplicable.	
3.	SEC USE ON	SEC USE ONLY						
4.	CITIZENSHIP OR PLACE OF ORGANIZATION The Entegris, Inc. Employee Stock Ownership Plan shall be construed according to the laws of the State of Minnesota, except to the extent that such laws have been specifically preempted by ERISA or other federal legislation.							
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON		5.	SOLE VOTING POWER 0					
		6.	SHARED VOTING POWER 7,693,565					
		7.	SOLE DISPOSITIVE POWER 7,693,565					
	WITH	8.	SHARED 0	DISPOSITIVE	POWER			
10.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  10.3%							
12.	2. TYPE OF REPORTING PERSON*							
	EP	* (	GEE INSTE	RUCTION BEFOR Page 2 of 5	E FILLING (	TUC!		
Item	1.							
	(a) Name of Issuer:							
	Entegri	s, Inc.						
	(b) Address	(b) Address of Issuer's Principal Executive Office:						
	3500 Lyman Boulevard Chaska, MN 55318							

Item 2.

(a) Name of Person Filing:

Entegris, Inc. Employee Stock Ownership Plan

(b) Address of Principal Business Office:

c/o Patrick DeCraene
GreatBanc Trust Company
1301 W. 22nd Street, Suite 800
Oak Brook, Illinois 60523

(c) Citizenship:

Not applicable.

(d) Title of Class of Securities:

Common Stock, \$.01 par value

(e) CUSIP Number:

29362U104

Item 3.

- (a)-(e) Not Applicable.

  - (g)-(h) Not applicable.

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### Item 4. Ownership

(a) Amount beneficially owned as of December 31, 2003:

7,693,565

(b) Percent of Class:

10.3%

- (c) Number of Shares as to Which Such Person Has:
  - (i) sole power to vote or direct the vote:

0

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

7,693,565

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

7,693,565

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

0

Item 5. Not Applicable.

Item 6. The reporting person is trustee ("Trustee") for the Entegris, Inc. Employee Stock Ownership Plan ("ESOP"). As Trustee, the reporting person is deemed to beneficially own the shares listed in response to Item 4(a), which represent shares of Common Stock held by the ESOP. As Trustee, the reporting person has the right to receive, and the power to direct the receipt of, dividends from the shares.

Items 7-10. Not Applicable.

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#### SIGNATURE

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

Dated: February 6, 2004

ENTEGRIS, INC. EMPLOYEE STOCK OWNERSHIP PLAN

BY: GreatBanc Trust Company, solely in its capacity as Trustee

By: /s/ Patrick DeCraene

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Patrick DeCraene

Its: Vice President

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