ANDERSON ROBERT R

Form 4 May 10, 2005

FORM 4

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

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)

(Last)

(City)

1.Title of

Security

(Instr. 3)

1. Name and Address of Reporting Person *

(Street)

(State)

ANDERSON ROBERT R

(First) (Middle)

(Zip)

2. Transaction Date 2A. Deemed

90 INDUSTRIAL WAY

WILMINGTON, MA 01887

2. Issuer Name and Ticker or Trading

Symbol

MKS INSTRUMENTS INC [MKSI]

(Month/Day/Year) 05/09/2005

4. If Amendment, Date Original

3. Date of Earliest Transaction

Filed(Month/Day/Year)

Form filed by More than One Reporting Person

4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or

Code Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5)

(A) or Code V Amount (D) Price

5. Amount of Securities Beneficially

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

below)

X_ Director

Applicable Line)

Officer (give title

Owned Following Reported

Transaction(s)

(Instr. 3 and 4)

(Instr. 4)

6. Ownership

Form: Direct

Indirect (D) or Indirect Beneficial Ownership

7. Nature of

(Instr. 4)

SEC 1474

(9-02)

10% Owner Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

X Form filed by One Reporting Person

(Check all applicable)

Estimated average

burden hours per

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Month/Day/Year)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion Security or Exercise (Instr. 3) Price of

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if (Month/Day/Year)

5. Number of 4. TransactionDerivative Code Securities (Instr. 8) Acquired (A)

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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Derivative or Disposed of Security (D)

(Instr. 3, 4, and 5)

Code V Expiration Title (A) (D) Date Amount or

Exercisable Date

Number of Shares

Director Stock

Option \$ 15.84 05/09/2005 A 12,000 05/07/2006 05/08/2015 Common 12,000 2005

(right to buy)

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

ANDERSON ROBERT R 90 INDUSTRIAL WAY X WILMINGTON, MA 01887

Signatures

By: Joseph M.Tocci 05/10/2005 / POA

**Signature of Reporting Date 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).

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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