BERLINGHIERI LEO

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

may continue.

See Instruction

Form 5

Form 4 April 28, 2010

FORM 4

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

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

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Estimated average burden hours per

OMB APPROVAL

response...

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

2. Issuer Name and Ticker or Trading

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

BERLINGHIERI LEO S			Symbol	ž				Issuer			
			MKS IN	MKS INSTRUMENTS INC [MKSI]				(Check all applicable)			
(Last)	(First)	(Middle)		f Earliest Ti	ransaction						
				(Month/Day/Year) 04/26/2010					_X_ Director 10% Owner _X_ Officer (give title Other (specify below) President and CEO		
	(Street)		4. If Ame	endment, Da	ate Original	l		6. Individual or Joint/Group Filing(Check			
				Filed(Month/Day/Year)				Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative :	Secur	ities Acqu	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	r) Execution	med on Date, if Day/Year)	3. Transaction Code (Instr. 8)	4. Securition(A) or Dis (Instr. 3,	sposed	of (D)	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 Indirect Beneficial Ownership (Instr. 4)	
Common Stock	04/26/2010			Code V M	Amount 880	(D)	Price \$ 20.02	35,893	D		
Common Stock	04/26/2010			M	466	A	\$ 18.44	36,359	D		
Common Stock	04/26/2010			M	14,700	A	\$ 16.88	51,059	D		
Common Stock	04/26/2010			M	482	A	\$ 12.97	51,541	D		
Common Stock	04/26/2010			M	375	A	\$ 17.6	51,916	D		

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Common Stock	04/26/2010	M	30,000	A	\$ 17.25	81,916	D
Common Stock	04/26/2010	S	45,800	D	\$ 23.5 (1)	36,116	D
Common Stock	04/27/2010	M	500	A	\$ 16.88	36,616	D
Common Stock	04/27/2010	M	200	A	\$ 17.6	36,816	D
Common Stock	04/27/2010	S	700	D	\$ 24	36,116	D

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

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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 or 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 o Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (Right to Buy)	\$ 20.02	04/26/2010		M		880	10/15/2002(2)	10/15/2011	Common Stock	880
Stock Option (Right to Buy)	\$ 18.44	04/26/2010		M		466	06/24/2003(3)	06/24/2012	Common Stock	466
Stock Option (Right to Buy)	\$ 16.88	04/26/2010		M		14,700	11/22/2003(4)	11/22/2012	Common Stock	14,700
Stock Option (Right to Buy)	\$ 12.97	04/26/2010		M		482	02/07/2004(3)	02/07/2013	Common Stock	482

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Stock Option (Right to Buy)	\$ 17.6	04/26/2010	M	375	07/01/2004(3)	07/01/2013	Common Stock	375
Stock Option (Right to Buy)	\$ 17.25	04/26/2010	M	30,000	03/21/2002(4)	03/21/2011	Common Stock	30,000
Stock Option (Right to Buy)	\$ 16.88	04/27/2010	M	500	11/22/2003(4)	11/22/2012	Common Stock	500
Stock Option (Right to Buy)	\$ 17.6	04/27/2010	M	200	07/01/2004(4)	07/01/2013	Common Stock	200

Reporting Owners

Reporting Owner Name / Address		Relationships						
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other				
BERLINGHIERI LEO	***		P 11 1070					
2 TECH DRIVE	X		President and CEO					
ANDOVER, MA 01810								

Signatures

Person

/s/Renee M.
Donlan POA

**Signature of Reporting 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 transaction was executed in multiple trades at prices ranging from \$23.75 to 24.42. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide, upon request, the full information regarding the number of shares and prices at which the transaction was effected.
- (2) Vests as follows: 33 1/3 after the first year and each successive 12 month period thereafter.
- (3) Vests 100% one year after grant
- (4) 25% after first year, 6.25% each quarter thereafter total 4 years.

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.

Reporting Owners 3