Edgar Filing: BAGSHAW SETH H - Form 4

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Form 4												
	Aarch 09, 2011 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB APPROVAL		
Check th			shington,					Number:	3235-0287			
if no long subject to Section 1 Form 4 o	STATEN 6.	GES IN BENEFICIAL OWN SECURITIES				NERSHIP OF	Expires: Estimated a burden hour response	•				
Form 5 obligatio may cont <i>See</i> Instru 1(b).	ns Section 17(pursuant to Section 16(a) of the Securities Exchange Act of 1934, 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 I	Responses)											
1. Name and A BAGSHAW	r Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer							
				NSTRUM		NC []	MKSI]	(Check all applicable)				
				f Earliest Transaction Day/Year) 1011				Director 10% Owner X Officer (give title Other (specify below) Vice President, CFO				
Filed(Mor			endment, Date Original nth/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					
ANDOVER	, MA 01810							Person	ore than One Rep	porting		
(City)	(State)	(Zip)	Tab	le I - Non-E	Derivative	Secur	rities Acq	uired, Disposed of,	or Beneficiall	y Owned		
1. Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, i any (Month/Day/Year)		Date, if	3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code V	Amount	or (D)	Price \$	(Instr. 3 and 4)				
Common Stock	03/07/2011			S	3,207	D	φ 31.041 (1)	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 3. Transaction Date 3A. Deemed 6. Date Exercisable and 7. Title and 5. Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber **Expiration Date** Amount of Security or Exercise any Code of (Month/Day/Year) Underlying Price of (Month/Day/Year) (Instr. 8) Securities (Instr. 3) Derivative (Instr. 3 and 4) Derivative Securities Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Amount or Date Expiration Title Number Exercisable Date of Code V (A) (D) Shares **Reporting Owners** Relationships

Reporting Owner Name / Ac	ldress	F *							
		Director	10% Owner	Officer	Other				
BAGSHAW SETH H C/O MKS 2 TECH DRIVE, S ANDOVER, MA 01810	UITE 201			Vice President, CFO					
Signatures									
/s/Renee M. Donlan POA	03/08/2011								
**Signature of Reporting	Date								

Explanation of Responses:

2.

- 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 \$31.01 to \$31.07. The price reported above reflects the weighted (1) 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.

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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4.

Person

8. Price of

Derivative

Security

(Instr. 5)

9. Nt

Deriv

Secu

Bene

Own

Follo

Repo

Trans

(Insti