Edgar Filing: COLELLA GERARD G - Form 4

COLELLA Form 4 March 05, 2	GERARD G								
FORM Check t	his box	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF							PPROVAL 3235-0287 January 31, 2005
subject Section Form 4 Form 5 obligati may co <i>See</i> Inst 1(b).	16. or Filed pur ons ntinue. rruction	rsuant to Se (a) of the Pu	ection 1 ublic U	SECUE	Estimated burden hou response	urs per			
	Responses) Address of Reporting GERARD G	- 5	Symbol	er Name and NSTRUM		or Trading	Issuer	of Reporting Per	
(Last) (First) (Middle) 90 INDUSTRIAL WAY			3. Date of Earliest Transaction(Month/Day/Year)03/01/2007				(Check all applicable) <u></u> Director10% Owner <u></u> Officer (give titleOther (specify below) Chief Business Officer and VP		
	F	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 				
	STON, MA 01887						Person		
(City) 1.Title of Security (Instr. 3)	(State) 2. Transaction Date (Month/Day/Year)	(Zip) 2A. Deemed Execution D any (Month/Day	l Pate, if	3. Transactio Code	4. Secur nAcquired Disposed (Instr. 3,	ities d (A) or d of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect
Reminder: Re	eport on a separate line	e for each clas	ss of secu	urities bene	Pers infor requ	ons who rea mation con ired to resp	or indirectly. spond to the colle tained in this forr ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)

number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8.1
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired or Dispos (D) (Instr. 3, 4 and 5)	ed of				(In
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	<u>(1)</u>	03/01/2007		А	15,000		(2)	(2)	Common	15,000

Reporting Owners

Reporting Owner Name / Address				
1	Director	10% Owner	Officer	Other
COLELLA GERARD G 90 INDUSTRIAL WAY WILMINGTON, MA 01887			Chief Business Officer and VP	
Signatures				

By: POA / Joseph M. Tocci <u>**Signature of Reporting</u> 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).
- (1) Each restricted stock unit represents the right to receive one share of common stock of MKS Instruments, Inc.
- (2) One half of RSUs shall vest in equal annual installments over three years, and the other half shall be subject to the achievement of performance criteria, and thereafter shall vest in equal annual installments over three 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.