

Edgar Filing: MKS INSTRUMENTS INC - Form SC 13G/A

MKS INSTRUMENTS INC  
Form SC 13G/A  
February 14, 2001

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13G  
(RULE 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS  
FILED PURSUANT TO RULES 13d-1(b)(c), AND (d)  
AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-(2)(b)

(AMENDMENT NO. 1)

MKS Instruments, Inc.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

55306N 10 4

-----  
(CUSIP Number)

December 31, 2000

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

/ / Rule 13d-1(b)

/ / Rule 13d-1(c)

/X/ Rule 13d-1(d)

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-----  
1 NAMES OF REPORTING PERSONS.  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

John R. Bertucci

-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

Not Applicable

-----  
3 SEC USE ONLY

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4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

5 SOLE VOTING POWER

5,857,393

6 SHARED VOTING POWER

NUMBER OF  
SHARES  
BENEFICIALLY

1,668,346

OWNED BY  
EACH  
REPORTING

7 SOLE DISPOSITIVE POWER

5,857,393

PERSON  
WITH

8 SHARED DISPOSITIVE POWER

1,668,346

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,525,739

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

29.4%

12 TYPE OF REPORTING PERSON\*

IN

\* See Instructions before filling out.

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1 NAMES OF REPORTING PERSONS.

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Claire R. Bertucci

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

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	5	SOLE VOTING POWER
		5,939,125
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6	SHARED VOTING POWER
		1,763,491
	7	SOLE DISPOSITIVE POWER
		5,939,125
	8	SHARED DISPOSITIVE POWER
		1,763,491
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	7,702,616	
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
	Not Applicable	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
	30.1%	
12	TYPE OF REPORTING PERSON*	
	IN	

\* See Instructions before filling out.

1	NAMES OF REPORTING PERSONS. I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
	Richard S. Chute	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) (b)
	Not Applicable	
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION	
	United States	
	5	SOLE VOTING POWER
		25,092

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-----  
6 SHARED VOTING POWER  
NUMBER OF SHARES BENEFICIALLY 1,763,491  
-----  
7 SOLE DISPOSITIVE POWER  
OWNED BY EACH REPORTING 25,092  
-----  
8 SHARED DISPOSITIVE POWER  
PERSON WITH 1,763,491  
-----  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
1,788,583  
-----  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
Not Applicable  
-----  
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
7.0%  
-----  
12 TYPE OF REPORTING PERSON\*  
IN  
-----

\* See Instructions before filling out.

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-----  
1 NAMES OF REPORTING PERSONS.  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  
Thomas H. Belknap  
-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a)  
(b)  
Not Applicable  
-----  
3 SEC USE ONLY  
-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION  
United States  
-----

5 SOLE VOTING POWER  
350  
-----  
6 SHARED VOTING POWER  
NUMBER OF SHARES

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BENEFICIALLY		1,668,346
-----		
OWNED BY EACH REPORTING PERSON WITH	7	SOLE DISPOSITIVE POWER
		350
-----		
	8	SHARED DISPOSITIVE POWER
		1,668,346
-----		
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	1,668,696	
-----		
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	
	Not Applicable	
-----		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
	6.5%	
-----		
12	TYPE OF REPORTING PERSON*	
	IN	
-----		

\* See Instructions before filling out.

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Item 1(a). Name of Issuer:

MKS Instruments, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

Six Shattuck Road  
Andover, MA 01810

Item 2(a). Name of Person Filing:

John R. Bertucci; Claire R. Bertucci; Richard S. Chute; and  
Thomas H. Belknap

Item 2(b). Address of Principal Business Office or, if None, Residence:

The address of the reporting persons is:  
c/o MKS Instruments, Inc.  
Six Shattuck Road  
Andover, MA 01810

Item 2(c). Citizenship:

Each of Messrs. Bertucci, Chute and Belknap and Mrs. Bertucci  
are citizens of the United States.

Item 2(d). Title of Class of Securities:

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Common Stock, no par value per share.

Item 2(e).

CUSIP Number:

CUSIP No. 55306N 10 4

Item 3.

If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a: Not Applicable.

- (a) Broker or dealer registered under Section 15 of the Exchange Act.
- (b) Bank as defined in Section 3(a)(6) of the Exchange Act.
- (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act.
- (d) Investment company registered under Section 8 of the Investment Company Act.
- (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);

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- (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(91)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Item 4.

Ownership:

The filing of this statement shall not be construed as an admission that any of the reporting persons are, for the purpose of Section 13(d) or 13(g) of the Act, the beneficial owners of any securities covered under this Statement.

- (a) Amount Beneficially Owned by John R. Bertucci:  
7,525,739 shares
- (b) Percent of Class: 29.4%
- (c) Number of Shares as to which John R. Bertucci has:
  - (i) Sole power to vote or to direct the vote:  
5,857,393 shares
  - (ii) Shared power to vote or to direct the vote:  
1,668,346 shares

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- (iii) Sole power to dispose or to direct the disposition of: 5,857,393 shares
- (iv) Shared power to dispose or to direct the disposition of: 1,668,346 shares
- (a) Amount Beneficially Owned by Claire R. Bertucci: 7,702,616 shares
- (b) Percent of Class: 30.1%
- (c) Number of Shares as to which Claire R. Bertucci has:
  - (i) Sole power to vote or to direct the vote: 5,939,125 shares
  - (ii) Shared power to vote or to direct the vote: 1,763,491 shares

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- (iii) Sole power to dispose or to direct the disposition of: 5,939,125 shares
- (iv) Shared power to dispose or to direct the disposition of: 1,763,491 shares
- (a) Amount Beneficially Owned by Richard S. Chute: 1,788,583 shares
- (b) Percent of Class: 7.0%
- (c) Number of Shares as to which Richard S. Chute has:
  - (i) Sole power to vote or to direct the vote: 25,092 shares
  - (ii) Shared power to vote or to direct the vote: 1,763,491 shares
  - (iii) Sole power to dispose or to direct the disposition of: 25,092 shares
  - (iv) Shared power to dispose or to direct the disposition of: 1,763,491 shares
- (a) Amount Beneficially Owned by Thomas H. Belknap: 1,668,696 shares
- (b) Percent of Class: 6.5%
- (c) Number of Shares as to which Thomas H. Belknap has:
  - (i) Sole power to vote or to direct the vote: 350 shares
  - (ii) Shared power to vote or to direct the vote: 1,668,346 shares

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- (iii) Sole power to dispose or to direct the disposition of: 350 shares
- (iv) Shared power to dispose or to direct the disposition of: 1,668,346 shares

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5% of the class of securities, check the following: [ ]

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

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John R. Bertucci, Claire R. Bertucci, and certain of their family members, with respect to shares held by certain trusts, have the right to receive the dividends and proceeds from sales of shares held by such trusts.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable

Item 8. Identification and Classification of Members of the Group.

Not applicable

Item 9. Notice of Dissolution of Group.

Not applicable

Item 10. Certification.

Not applicable

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SIGNATURES

After reasonable inquiry and to the best of the knowledge and belief of each of the undersigned, each of the undersigned hereby certifies that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2001

/s/ John R. Bertucci  
-----  
John R. Bertucci

/s/ Claire R. Bertucci



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-----  
Claire R. Bertucci

/s/ Richard S. Chute

-----  
Richard S. Chute

/s/ Thomas H. Belknap

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Thomas H. Belknap