

ENTEGRIS INC  
Form 8-K  
May 03, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTIONS 13 OR 15(d) OF THE**

**SECURITIES EXCHANGE ACT OF 1934**

**Date of report (Date of earliest event reported) May 2, 2012**

**ENTEGRIS, INC.**

(Exact name of registrant as Specified in Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

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**000-32598**  
(Commission File Number)

**41-1941551**  
(I.R.S. Employer Identification No.)

**129 Concord Road, Billerica, MA**  
(Address of principal executive offices)

**01821**  
(Zip Code)

**(978) 436-6500**

(Registrant's telephone number, including area code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

Entegris, Inc. held its 2012 Annual Meeting of Stockholders on May 2, 2012 (the Annual Meeting). As of the record date for the Annual Meeting, March 16, 2012, 137,239,201 shares of the Registrant's Common Stock were issued and outstanding and entitled to vote on the matters presented at the Annual Meeting. Holders of 126,235,946 shares of our Common Stock, or 91.98% of the outstanding shares entitled to be cast at the Annual Meeting, which constituted a quorum, were represented at the Annual Meeting in person or by proxy. The following are the voting results on proposals considered and voted upon at the Annual Meeting, all of which were described in Entegris' 2012 Proxy Statement, filed with the Commission on April 2, 2012.

1. Votes regarding the persons elected to serve as directors for a term expiring in 2013 were as follows:

NOMINEE	VOTES FOR	VOTES AGAINST	VOTES ABSTAINED	BROKER NON-VOTES
Gideon Argov	108,281,264	5,494,184		12,460,498
Michael A. Bradley	109,358,782	4,416,666		12,460,498
Marvin D. Burkett	109,249,112	4,526,336		12,460,498
R. Nicholas Burns	109,442,643	4,332,805		12,460,498
Daniel W. Christman	109,318,669	4,456,779		12,460,498
Roger D. McDaniel	108,505,070	5,270,378		12,460,498
Paul L.H. Olson	109,467,095	4,308,353		12,460,498
Brian F. Sullivan	109,201,449	4,573,999		12,460,498

2. The appointment of KPMG LLP as our independent registered public accounting firm for 2012 was ratified. The voting results were as follows:

VOTES FOR	VOTES AGAINST	VOTES ABSTAINED
123,978,252	2,152,322	105,372

3. Advisory vote on Executive Compensation. The voting results were as follows:

VOTES FOR	VOTES AGAINST	VOTES ABSTAINED	BROKER NON-VOTES
99,891,789	4,933,903	8,949,756	12,460,498

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**ENTEGRIS, INC.**

Dated: May 3, 2012

By /s/ Peter W. Walcott  
Peter W. Walcott,  
Senior Vice President & General Counsel

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