

Hadar Ron
Form 4
March 09, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Hadar Ron

(Last) (First) (Middle)
90 INDUSTRIAL WAY
(Street)

WILMINGTON, MA 01887

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

MKS INSTRUMENTS INC [MKSI]

3. Date of Earliest Transaction
(Month/Day/Year)
03/08/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
V.P. General Manager CIT Prod.

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)			
				(A) or (D)	Price					
			Code	V	Amount					
Common	03/08/2007		M ⁽¹⁾		8,000	A	\$ 16.88	51,414	D	
Common	03/08/2007		M ⁽¹⁾		7,500	A	\$ 14.45	58,914	D	
Common	03/08/2007		M ⁽¹⁾		931	A	\$ 16.41	59,845	D	
Common	03/08/2007		M ⁽¹⁾		10,006	A	\$ 16.41	69,851	D	
Common	03/08/2007		S ⁽¹⁾		8,000	D	\$ 24	61,851	D	
Common	03/08/2007		S ⁽¹⁾		7,500	D	\$ 24	54,351	D	

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Common	03/08/2007	<u>S</u> (1)	931	D	\$ 24.01	53,420	D
Common	03/08/2007	<u>S</u> (1)	10,006	D	\$ 24	43,414	D

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

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(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 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 of Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (right to buy)	<u>(2)</u>	03/08/2007		<u>M</u> (1)	8,000	08/08/1988 ⁽³⁾ 08/08/1988 ⁽⁴⁾	Common	8,000
Stock Option (right to buy)	<u>(5)</u>	03/08/2007		<u>M</u> (1)	7,500	08/08/1988 ⁽³⁾ 08/08/1988 ⁽⁴⁾	Common	7,500
Stock Option (right to buy)	<u>(6)</u>	03/08/2007		<u>M</u> (1)	931	08/08/1988 ⁽³⁾ 08/08/1988 ⁽⁴⁾	Common	931
Stock Option (right to buy)	<u>(6)</u>	03/08/2007		<u>M</u> (1)	10,006	08/08/1988 ⁽³⁾ 08/08/1988 ⁽⁴⁾	Common	10,006

Reporting Owners

Reporting Owner Name / Address

Relationships

	Director	10% Owner	Officer	Other
Hadar Ron			V.P. General Manager CIT Prod.	

90 INDUSTRIAL WAY
WILMINGTON, MA 01887

Signatures

By: POA / Joseph M.
Tocci

03/09/2007

__Signature of Reporting
Person

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).
- (1) The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person.
- (2) Option conversion price is \$16.88 per share for option transactions reported on this filing.
- (3) Stock Option Grants include multiple vest dates.
- (4) Expires 10 years after date of grant
- (5) Option conversion price is \$14.45 per share for option transactions reported on this filing.fad
- (6) Option conversion price is \$16.41 per share for option transactions reported on this filing.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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