SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

2. Date of Event Requiring Statement (Month/Day/Year) 3. Issuer Name and Ticker or Trading Symbol MKS INSTRUMENTS INC 02/15/2005 [MKSI]						
[]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner		(M	5. If Amendment, Date of Original Filed (Month/Day/Year)		
	X Officer (give title below)	Other (spec below)		6. Individual or Joint/Group Filing (Check Applicable Line)		
	V.P. General Manager	er MKS CIT		X Form filed by One Reporting Person		
				Form filed by Reporting P	y More than One erson	
Table I - Non-Derivative Securities Beneficially Owned						
	Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)		
	134,725	D				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)						
on Date			or Exercis	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
Amount		Derivative Security	or Indirect (I) (Instr. 5)			
08/08/1988	Common	64,000	0.00(1)	D		
	//Year))5 Non-Derivat II - Derivative calls, warration Day/Year) Expiration Date	//Year) 4. Relationship of Reporting Perso (Check all applicable) Director X X Officer (give title below) V.P. General Manager Non-Derivative Securities Beneficially 2. Amount of Securities Beneficially 134,725 II - Derivative Securities Beneficially C calls, warrants, options, convertible Exercisable and on Date 3. Title and Amount of Security Security Day/Year) Title	Inited involvestive securities 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner (Check all applicable) V.P. General Manager MKS CIT Non-Derivative Securities Beneficially Owned 2. Amount of Securities Beneficially Owned (Instr. 4) 3. Ownershi Form: Direct or Indirect ((Instr. 5) II - Derivative Securities Beneficially Owned calls, warrants, options, convertible securities D Securities Beneficially Owned calls, warrants, options, convertible securities 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Amount or Date 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Amount or Number of Shares Amount of Shares	//Year) 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) 5. (M Director 10% Owner X Officer (give title below) Other (specify below) V.P. General Manager MKS CIT Non-Derivative Securities Beneficially Owned 2. Amount of Securities Beneficially Owned (Instr. 4) Form: Direct (I) (Instr. 5) 1134,725 D II - Derivative Securities Beneficially Owned calls, warrants, options, convertible securities On Date 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Amount or Number of balle Expiration Date	//Year) 1 </td	

Explanation of Responses:

1. Varying strike prices and vesting dates

Remarks:

By: POA / Joseph M. Tocci ** Signature of Reporting Person

Date

02/15/2005

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

* If the form is filed by more than one reporting person, see Instruction 5 (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).

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

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 Number.