FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549	
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	JVAL
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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)

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

1. Name and Address of Reporting Person* <u>COLELLA GERARD G</u>					2. Issuer Name and Ticker or Trading Symbol  MKS INSTRUMENTS INC [ MKSI ]										ationship of k all applical Director	ole)	Perso	10% Ow	ner
(Last) 2 TECH	,	First)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/25/2015								Officer (g below) CE(	•	Other (spe below) dent, Director		pecify		
(Street) ANDOV (City)		<b>/IA</b> State)	01810 (Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indi Line)	′					
		Т	able I - Nor	n-Deriva	tive S	Secu	ırities Ad	cquire	ed, D	isį	posed o	of, or	Bene	eficially	Owned				
a rias or occurry (moure)			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Cod	nsaction de (Ins		4. Securi Disposed	Securities Acquired (A) o sposed Of (D) (Instr. 3, 4 a			5. Amount Securities Beneficial Owned Fo	У	Form:	Direct Indirect I	7. Nature of Indirect Beneficial Ownership	
								de V		Amount		A) or D)	Price	Reported Transactio (Instr. 3 an	n(s) id 4)			(Instr. 4)	
Common	Common Stock			02/25/2	/2015		N	1		6,735.587		A	(1)	30,674.981		D			
Common	Stock			02/25/2	2015			N	1		4,95	3	Α	(1)	35,627.981			D	
Common	Stock			02/25/2	2015			F <sup>()</sup>	2)		5,41	10 D \$35.8			30,217.981			D	
			Table II -				ities Acq warrants								wned				
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/Yea	Code	action (Instr.	Deri Sec Acq or D (D)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		e Exer ation D h/Day/	ate		Securi Deriva	7. Title and Amor Securities Under Derivative Secur (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported	e es ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	· v (	(A)	(D)	Date Exerc	isable		xpiration ate	Title	N	mount or umber of hares		Transact (Instr. 4)			
Restricted Stock Unit	(1)	02/25/2015		М			6,735.587	(3	3)		(3)	Comm		,735.587	(1)	79,683.	.806	D	
Restricted Stock Unit	(1)	02/25/2015		М			4,953	(4	4)		(4)	Comm		4,953	(1)	49,393	.318	D	

## **Explanation of Responses:**

- 1. Each restricted stock unit represents the contingent right to receive one share of common stock of MKS Instruments, Inc.
- $2. \ This \ transaction \ was \ effected \ pursuant \ to \ a \ Rule \ 10b5-1 \ trading \ plan \ previously \ adopted \ by \ the \ reporting \ person.$
- 3. These RSUs are subject to the achievement of performance criteria determined in the first year of grant and thereafter vest in three equal annual installments commencing on the first anniversary of the grant date, with the exception of RSUs granted on or after February 15, 2015, in which case, the annual vesting date shall be (i) February 15th or (ii) the next business day if February 15th is not a business day.
- 4. These RSUs vest in three equal annual installments commencing on the first anniversary of the grant date, with the exception of RSUs granted on or after February 15, 2015, in which case, the annual vesting date shall be (i) February 15th or (ii) the next business day if February 15th is not a business day.

/s/Renee M. Donlan POA 02/26/2015

\*\* Signature of Reporting Person Date

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 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).

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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