**Form 4**

**United States Securities and Exchange Commission**

Washington, D.C. 20549

**Statement of Changes in Beneficial Ownership**

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**
   Lee John Tseng-Chung
   
   Last (Last) (First) (Middle) C/O MKS INSTRUMENTS, INC.
   2 TECH DRIVE, SUITE 201
   ANDOVER MA 01810

2. **Issuer Name and Ticker or Trading Symbol**
   MKS INSTRUMENTS INC [ MKSI ]

3. **Date of Earliest Transaction (Month/Day/Year)**
   12/01/2023

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

5. **Relationship of Reporting Person(s) to Issuer**
   
   X Director 10% Owner
   X Officer (give title below) Other (specify below) President & CEO

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

**Rule 10b5-1(c) Transaction Indication**

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 4)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>12/01/2023</td>
<td>M</td>
<td>A</td>
<td>78,528,607</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/01/2023</td>
<td>M</td>
<td>A</td>
<td>79,714,607</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/01/2023</td>
<td>M</td>
<td>A</td>
<td>79,874,607</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/01/2023</td>
<td>M</td>
<td>A</td>
<td>80,413,607</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/01/2023</td>
<td>M</td>
<td>A</td>
<td>81,413,607</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>12/01/2023</td>
<td>M</td>
<td>A</td>
<td>84,191</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Unit</td>
<td>(I)</td>
<td>12/01/2023</td>
<td>M</td>
<td>390</td>
<td>Common Stock</td>
<td>390</td>
<td>80,413,118</td>
<td>D</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Restricted Stock Unit</td>
<td>(I)</td>
<td>12/01/2023</td>
<td>M</td>
<td>1,186</td>
<td>Common Stock</td>
<td>1,186</td>
<td>79,224,118</td>
<td>D</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Restricted Stock Unit</td>
<td>(I)</td>
<td>12/01/2023</td>
<td>M</td>
<td>160</td>
<td>Common Stock</td>
<td>160</td>
<td>79,064,118</td>
<td>D</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Restricted Stock Unit</td>
<td>(I)</td>
<td>12/01/2023</td>
<td>M</td>
<td>569</td>
<td>Common Stock</td>
<td>569</td>
<td>78,495,118</td>
<td>D</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Restricted Stock Unit</td>
<td>(I)</td>
<td>12/01/2023</td>
<td>M</td>
<td>970</td>
<td>Common Stock</td>
<td>970</td>
<td>77,525,118</td>
<td>D</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. Each restricted stock unit (RSU) represents the contingent right to receive one share of common stock of MKS Instruments, Inc.
2. Shares used to satisfy FICA taxes.
3. Portion of 2021 RSU Award accelerated to satisfy FICA taxes.
4. Portion of 2022 RSU Award accelerated to satisfy FICA taxes.
5. Portion of 2023 RSU Award accelerated to satisfy FICA taxes.

**As of:** M. Kathryn Rickards, attorney-in-fact
**Date:** 12/05/2023

**Signature of Reporting Person**

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).


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.