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MKS INSTRUM Form 4 May 10, 2006	ENTS INC										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
	UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).	STATEM Filed pur Section 17(suant to S a) of the I	Section 1	Estimated burden hou response	Estimated average burden hours per response 0.5						
(Print or Type Respon	nses)										
			2. Issuer Name and Ticker or Trading Symbol MKS INSTRUMENTS INC [MKS]			5. Relationship of Reporting Person(s) to Issuer					
(Last) ((First) (1	Middle)			Transaction	-	(Che	eck all applicabl	e)		
90 INDUSTRIAL WAY			(Month/Day/Year) 05/08/2006			X_ Director 10% Owner Officer (give title Other (specify below) below)					
				Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by Form filed by	_X_ Form filed by One Reporting Person Form filed by More than One Reporting			
	State)	(Zip)	T 1	1 1 N		a	Person	6 D 6 '			
1.Title of 2. Tra	unsaction Date th/Day/Year)	2A. Deeme	ed Date, if	3. Transacti Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3,	ies (A) or of (D)	Securities Beneficially Owned	of, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
Reminder: Report on	a separate line	for each cla	ass of sec	urities ben	Perso inforr requi	ons who res nation cont red to respo ays a curre	or indirectly. spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tabl					posed of, or convertible s	Beneficially Owner securities)	1			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

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	Derivative Security	re			or Dispose (D) (Instr. 3, 4 and 5)	Instr. 3, 4,				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Director Stock Option (Right to Buy) 2006	\$ 24.35	05/08/2006	А		12,000		05/06/2007 <u>(1)</u>	05/08/2016	Common	12,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ANDERSON ROBERT R 90 INDUSTRIAL WAY WILMINGTON, MA 01887	Х						
Signatures							
By: Joseph M.Tocci / POA	05/10/2	006					

**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) Option vests in full on the earlier of (i) the day before the subsequent year's annual meeting of shareholders or (ii) thirteen months from the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.