

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED): APRIL 20, 2001

COMMISSION FILE NO. 0-23521

MKS INSTRUMENTS, INC.
(Exact name of Registrant as specified in its Charter)

MASSACHUSETTS
(State or other jurisdiction of
incorporation or organization)
SIX SHATTUCK ROAD, ANDOVER, MASSACHUSETTS
(Address of principal executive offices)

04-2277512
(IRS Employer Identification No.)

01810
(Zip Code)

(978) 975-2350
(Registrant's telephone number, including area code)

ITEM 5. OTHER EVENTS

STATEMENT OF INCOME DATA OF MKS INSTRUMENTS, INC.

On January 26, 2001, MKS Instruments, Inc. (the "Company" or "MKS") completed its previously-announced merger with Applied Science and Technology, Inc. ("ASTeX") by exchanging approximately 11,200,000 shares of its common stock for all of the common stock of ASTeX. Each share of ASTeX was exchanged for 0.7669 shares of the Company's common stock. The merger is being accounted for under the pooling of interests method of accounting.

Prior to the merger, MKS reported its results of operations on a calendar quarter and calendar year basis, and ASTeX reported its results of operations on a fiscal quarter and fiscal year basis. The ASTeX fiscal year 2000 ended July 1, 2000, and its quarters in fiscal 2000 ended September 25, 1999, December 25, 1999, March 25, 2000 and July 1, 2000. For historical reporting purposes for periods prior to the merger, MKS will combine its calendar years and quarters with the ASTeX fiscal years and quarters under the pooling of interests method of accounting.

For additional analytical purposes, the statement of income data included in this Form 8-K combines the two companies' calendar year 2000 results of operations. This presentation combines the statements of income for the MKS calendar year 2000 and the MKS calendar year 2000 quarters ended March 31, June 30, September 30, and December 31, with the statements of income for the ASTeX calendar year 2000 and the ASTeX calendar year 2000 quarters ended March 25, July 1, September 30, and December 30, respectively.

This presentation differs from the Supplemental Consolidated Financial Statements of MKS Instruments, Inc. for the year ended December 31, 2000, in which the merger is accounted for under the pooling of interests method by combining the two companies' fiscal years. The Supplemental Consolidated Financial Statements for the year ended December 31, 2000 combine the MKS fiscal year ended December 31, 2000 with the ASTeX fiscal year ended July 1, 2000.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) Exhibits

EXHIBIT NUMBER -----	TITLE -----
99.1	Statement of Income Data of MKS Instruments, Inc. for each of the quarters ended March 31, 2000, June 30, 2000, September 30, 2000 and December 31, 2000, and the year ended December 31, 2000 (unaudited).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MKS INSTRUMENTS, INC.

/s/ RONALD C. WEIGNER

Ronald C. Weigner
Vice President and Chief Financial
Officer

Dated: April 20, 2001

EXHIBIT 99.1

Statement of Income Data of MKS Instruments, Inc. for each of the quarters ended March 31, 2000, June 30, 2000, September 30, 2000 and December 31, 2000, and the year ended December 31, 2000 (unaudited).

MKS and ASTeX Combined Calendar Year 2000 (unaudited)
(In thousands, except per share data)

	THREE MONTHS ENDED				YEAR
	MARCH 31	JUNE 30	SEPT. 30	DEC. 31	ENDED DEC. 31
	----- SEE NOTE 1 -----				
Net sales.....	\$99,689	\$121,797	\$128,942	\$143,805	\$494,233
Cost of sales.....	55,813	68,768	73,182	84,334	282,097
Gross profit.....	43,876	53,029	55,760	59,471	212,136
Research and development.....	8,196	10,171	11,244	12,003	41,614
Selling, general and administrative.....	15,723	18,213	19,092	21,260	74,288
Amortization of goodwill and acquired intangible assets.....	344	707	1,687	2,217	4,955
Purchase of in-process technology.....	--	--	310	--	310
Operating expenses.....	24,263	29,091	32,333	35,480	121,167
Income from operations.....	19,613	23,938	23,427	23,991	90,969
Interest income, net.....	783	2,048	1,741	1,596	6,168
Other expense (income), net.....	(60)	195	(174)	148	109
Income before income taxes.....	20,456	25,791	25,342	25,439	97,028
Provision for income taxes.....	7,606	9,789	9,594	9,604	36,593
Net income.....	\$12,850	\$ 16,002	\$ 15,748	\$ 15,835	\$ 60,435
Net income per share - diluted.....	\$ 0.36	\$ 0.43	\$ 0.42	\$ 0.42	\$ 1.62
Weighted average shares outstanding - diluted.....	35,741	37,647	37,751	37,728	37,217
Net income before amortization of intangible assets related to acquired businesses, net of income taxes.....	\$13,154	\$ 16,639	\$ 17,045	\$ 17,471	\$ 64,309
Net income per share before amortization of intangible assets related to acquired businesses, net of income taxes - diluted.....	\$ 0.37	\$ 0.44	\$ 0.45	\$ 0.46	\$ 1.73

NOTE 1 -- In this presentation, the statements of income for the MKS calendar year 2000 and the MKS calendar year 2000 quarters ending March 31, June 30, September 30, and December 31, have been combined with the statements of income for the ASTeX calendar year 2000 and the ASTeX calendar year 2000 quarters ending March 25, July 1, September 30, and December 30.