FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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).

## 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* <u>COLELLA GERARD G</u>   |   |  |   |                       | 2. Issuer Name and Ticker or Trading Symbol  MKS INSTRUMENTS INC [ MKSI ] |  |  |               |  |          |                |  |                 | (Chec                         | Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner |  |        |  |   |  |
|--|---|--|---|-----------------------|---|--|--|---------------|--|----------|----------------|--|-----------------|-------------------------------|---|--|--------|--|---|--|
| (Last) (First) (Middle) 2 TECH DRIVE   |   |  |   |                       | 3. Date of Earliest Transaction (Month/Day/Year) 01/28/2019               |  |  |               |  |          |                |  |                 |                               | Officer (give title Other (specify below)  CEO, Director                                      |  |        |  | ·   |  |
| (Street) ANDOVER (City)  |   | AA<br>State)                               | 01810<br>(Zip)  |                       | 1. If Am  | endn   | nent, Date c   | of Origi      | jinal File   | ed (M    | nonth/Da       | y/Year)  |                 | 6. Indi<br>Line)              |   | d by One   | Report | Check Appliting Person One Reporti                                       |   |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |   |  |   |                       |   |  |  |               |  |          |                |  |                 |                               |   |  |        |  |   |  |
| Date   |   |  |   | ite<br>onth/Day/Year) |   | Exe<br>if ar   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year |               | Transaction Dispose Code (Instr.                               |          |                | rities Acquired (A) or<br>ed Of (D) (Instr. 3, 4 and 5                                 |                 |                               | 5. Amount<br>Securities<br>Beneficiall<br>Owned Fol   | y  | Form:  | Direct<br>Indirect<br>str. 4)  | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |  |
|  |   |  |   |                       |   |  |  | Co            | ode V  |          | Amount         | (A)  | or              | Price                         | Reported<br>Transactio<br>(Instr. 3 an  |  |        |  | (Instr. 4)  |  |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |  |   |                       |   |  |  |               |  |          |                |  |                 |                               |   |  |        |  |   |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Code (Instr.          |   | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D) (Instr. 3, 4<br>and 5) |  | Expir         | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |          |                | 7. Title and Amount<br>Securities Underlyin<br>Derivative Security<br>(Instr. 3 and 4) |                 | derlying<br>curity            | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)   | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) |        | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4)               |  |
|  |   |  |   | Code                  | v   | (A)  | (D)  | Date<br>Exerc | cisable  | Ex<br>Da | piration<br>te | Title  | Nι              | nount or<br>imber of<br>iares |   | (Instr. 4)   |        |  |   |  |
| Restricted<br>Stock Unit   | (1)   | 01/28/2019                                 |   | <b>J</b> (2)          |   |  | 9,720.972  |               | (3)  |          | (3)            | Common   | <sup>1</sup> 9, | 720.972                       | (1)   | 54,184   | .183   | 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 reflects the forfeiture of RSUs due to performance criteria.
- 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 beginning on February 15, 2019, provided that if, in any vesting year, February 15th is not a business day, such vesting shall occur on the next business day.

/s/ M. Kathryn Rickards, attorney-in-fact 01/29/2019

\*\* 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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