

BERTUCCI JOHN R
Form SC 13G/A
February 13, 2009

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**SCHEDULE 13G
(Rule 13d-102)**

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b),
(c) AND 9D) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2**

(Amendment No. 10)

MKS Instruments, Inc

(Name of Issuer)

Common Stock

(Title of Class of Securities)

55306N 10 4

(CUSIP Number)

December 31, 2008

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

☐ Rule 13d-1(d)

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1 NAMES OF REPORTING PERSONS
John R. Bertucci

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2 (a) ☐
(b) ☐
Not Applicable

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
United States

5 SOLE VOTING POWER
NUMBER OF 1,663,893

SHARES SHARED VOTING POWER
BENEFICIALLY **6**
OWNED BY 1,799,761 (1)

EACH SOLE DISPOSITIVE POWER
REPORTING **7**
PERSON 1,663,893

WITH SHARED DISPOSITIVE POWER
8
1,799,761 (1)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,463,654 (1)

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

10

☐
Not Applicable

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11

7.0%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

12

IN

(1) Shares reported in Rows 6, 8 and 9 include 1,799,761 shares beneficially owned by Claire R. Bertucci, Mr. Bertucci's spouse, with respect to which Mr. Bertucci disclaims beneficial ownership.

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Item 1(a). Name of Issuer:

MKS Instruments, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

2 Tech Drive, Suite 201
Andover, MA 01810

Item 2(a). Name of Person Filing:

John R. Bertucci

Item 2(b). Address of Principal Business Office or, if None, Residence:

The address of the reporting persons is:
c/o MKS Instruments, Inc.
2 Tech Drive, Suite 201
Andover, MA 01810

Item 2(c). Citizenship:

Mr. Bertucci is a citizen of the United States.

Item 2(d). Title of Class of Securities:

Common Stock, no par value per share.

Item 2(e). CUSIP Number:

CUSIP No. 55306N 10 4

Item 3. If This Statement is Filed Pursuant to §240.13d-1(b), or 240.13d-2(b) or (c), Check Whether the Person Filing is a: Not Applicable.

- (a) ☐ Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o).
 - (b) ☐ Bank as defined in Section 3(a)(6) of the Exchange Act (15 U.S.C. 78c).
 - (c) ☐ Insurance company as defined in Section 3(a)(19) of the Exchange Act (15 U.S.C. 78c).
 - (d) ☐ Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
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- (e) o An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) o An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) o A parent holding company or control person in accordance with §240.13d -1(b)(1)(ii)(G);
- (h) o A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) o A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) o Group, in accordance with §240.13d-1(b)(1)(ii)(J).

Item 4. Ownership:

The filing of this statement shall not be construed as an admission that the reporting person is, for any purpose other than Section 13(d) or 13(g) of the Act, the beneficial owner of any securities covered under this Statement.

- (a) Amount Beneficially Owned: 3,463,654 shares^{2 3}
- (b) Percent of Class: 7.0%
- (c) Number of Shares as to which John R. Bertucci has:
 - (i) Sole power to vote or to direct the vote: 1,663,893 shares²
 - (ii) Shared power to vote or to direct the vote: 1,799,761 shares³
 - (iii) Sole power to dispose or to direct the disposition of: 1,663,893 ² shares
 - (iv) Shared power to dispose or to direct the disposition of: 1,799,761 shares³

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5% of the class of securities, check the following: o.

2 Includes,
pursuant to
Rule 13d-3,
8,819 shares
subject to
options
exercisable
within 60 days
of December 31,
2007.

3 Includes
1,799,761

shares
beneficially
owned by Claire
R. Bertucci, Mr.
Bertucci's
spouse, with
respect to which
Mr. Bertucci
disclaims
beneficial
ownership.

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Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable

Item 8. Identification and Classification of Members of the Group.

Not applicable

Item 9. Notice of Dissolution of Group.

Not applicable

Item 10. Certification.

Not applicable

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 6, 2009

/s/ John R. Bertucci
John R. Bertucci