(Print or Type Responses)

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

OMB APPRO\	/AL
OMB Number:	3235-0287
Estimated average bur	den
hours per response	0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

X 10% Own

Partnerships

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 OF SECURITIES

2. Issuer Name and Ticker or Trading Symbol

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

153 E 53RD	ST, 55TH	FL	()	11/03/			Transact	ion (ivion	itii/Day/	( Cai)			Officer (g.	ive title below)		other (speen)	Clowy
(Street) NEW YORK, NY 10022			4. If Amendment, Date Original Filed(Month/Day/Year) 11/04/2003								_X_	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)		(State)	(Zip)		Table I - Non-Derivative Se					ve Secur	ities Acq	quired, Disposed of, or Beneficially Owned					
1.Title of Secu (Instr. 3)	Date Execution Date, if Code (A) or D		r Disposed of (D) Owned Follow Transaction(s) (Instr. 3 and 4			s) .		Ownership	Beneficial Ownership								
Common Sto	ock		11/03/2003				S		17,000 (1)	0 D	\$ 1.5108	8,390	0,609 (1	)		I (1)	By Limited Partnerships (1)
			Table II -					in that a cu	nis fori urrently isposed	m are no y valid ( l of, or B	ot requi DMB cor eneficial	red to ntrol r	respon number.	d unless t	nation cont the form dis		EC 1474 (9-02)
Derivative Conversion Date Execution Date or Exercise (Month/Day/Year)			4. 5. if Transaction of Code aar) (Instr. 8) Se A (A D of (I			Number	6. Date Expirati (Month/	Expiration Date  Month/Day/Year)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)  Amount of Or Number of		(Instr. 5) Ben Own Foll Rep Trai (Ins		Ownersh Form of Derivati Security Direct (I or Indire	ve Ownership (Instr. 4)	
Convertable	\$ 0.35	11/03/2003		Co		V (A		07/01/	2003 0	06/30/20	Con		Shares	\$ 0.35	2,436,44	0 1	By Limited

Stock

# **Reporting Owners**

	Relationships						
Reporting Owner Name / Address		10% Owner	Officer	Other			
MARXE AUSTIN W & GREENHOUSE DAVID M 153 E 53RD ST 55TH FL NEW YORK, NY 10022		X					

1. Name and Address of Reporting Person - 2. Issuer Name and Ticker or Transaction ARXE AUSTIN W & GREENHOUSE DAVID M TEGAL CORP /DE/ [TGAL]

# **Signatures**

Bonds

Austin W. Marxe	11/07/2003
Signature of Reporting Person	Date
David M. Greenhouse	11/07/2003
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).

This is a joint filing by Austin W. Marxe (Marxe) and David M. Greenhouse (Greenhouse). They share voting and investment control over all securities owned by Special Situations Private Equity Fund, LP (PE), Special Situations Technology Fund, L.P. (Tech) and Special Situations Technology II, L.P. (Tech II), respectively. 800 shares of Common Stock, 1,461,850 Bond (1) Cvt for 4,176,714 Common Shares & 857,131 Wts are held by PE, 159,592 Bonds Cvt for 455,977 Common Shares & 93,515 Wts are held by Tech and 814,998 Bonds Cvt for 2,328,565

Common Shares & 477,906 Wts are held by Tech II. The interest of Marxe and Greenhouse in the above shares owned by PE, Tech, and Tech II is limited to the extent of his pecuniary

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.