CURTIS JOHN F

Form 4

December 20, 2004

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires:

(Instr. 4)

2005

0.5

Section 16. Form 4 or Form 5 obligations

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Estimated average burden hours per response...

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CURTIS JOHN F			2. Issuer Name and Ticker or Trading Symbol IONICS INC [ION]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	f Earliest Tra	ansaction	(Che	ск ан аррисаок	<i>-</i>)	
6 TOWER I	OR		(Month/D 12/17/2	•		Director _X_ Officer (give below) VP Strate	te title Oth below) tegy & Ops & T	er (specify	
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
			Filed(Mor	nth/Day/Year)		Applicable Line) _X_ Form filed by	One Reporting Pe	erson	
DOVER, M	A 02030					Form filed by Person	More than One Re	eporting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative Securities Acq	quired, Disposed o	of, or Beneficial	lly Owned	
1.Title of Security		n Date 2A. Dee Year) Executi		3. Transactio	4. Securities Acquired on(A) or Disposed of	5. Amount of Securities	6. Ownership Form: Direct		

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	n(A) or Disposed of	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership

Following (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

Common 12/17/2004 M 10,000 A \$ 22 10,000 D Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4,		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)		
				Code V	and 5)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (right to	\$ 22	12/17/2004		M	10	0,000	08/28/2003(1)	08/28/2013	Common Stock	10,000

Reporting Owners

Paparting Owner Name / Address	Relationships

Director 10% Owner Officer Other

CURTIS JOHN F 6 TOWER DR DOVER, MA 02030

buy)

VP Strategy & Ops & Treas.

Signatures

/s/John F. Curtis 12/20/2004

**Signature of 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) Inducement stock option granted in a transaction exempt under Rule 16b-3. Option vested immediately as to 50,000 shares with remainder vesting in 50,000 share increments on the first, second and third anniversaries of 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.

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