FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| wasnington, | D.C. 2 | 20549 | | |
|-------------|--------|-------|--|--|
| | | | | |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | |
|---------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | |
| Estimated average b | ourden | | | | | | | | |
| hours per response. | 0.5 | | | | | | | | |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

| Name and Address of Reporting Person* McClain Gretchen W | | | 2. Issuer Name and Ticker or Trading Symbol AMETEK INC/ [AME] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | | | |
|--|---|--|--|---|---|--|-----------------|---|--|---------------------------------|---|--|--|--|--|---|------------|--|--|
| Wicciam Gretchen w | | | | | | | | | | | | | | X Direct | or | | 10% O | vner | |
| (Last) | • | rst) CANYON ROAI | (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 08/07/2020 | | | | | | | | Office below | r (give title) | | Other (: below) | specify | | |
| 1/2 **11. | IIL I IIVL (| ZIIVI OIV ROZII | | | | | | | | | | | | | | | | | |
| (Street) | ITY U | г ; | 84060 | | _ 4. 11 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | Lin | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
| (City) | (Si | tate) | (Zip) | | | | | | | | | | | Perso | n | | | | |
| | | Tab | le I - No | n-Deriv | /ative | Sec | curit | ies Ac | quired | l, Di | sposed o | of, or Be | neficia | ly Owne | d | | | | |
| I - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - | | 2. Transaction Date (Month/Day/Year) | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Transaction Disposed Code (Instr. | | ies Acquired (A) or Of (D) (Instr. 3, 4 ar | | Beneficially Owned Following | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | | | | | |
| | | | | | | | | Code | v | Amount | (A) or (D) | Price | Transa | Reported Transaction(s) (Instr. 3 and 4) | | | (Instr. 4) | | |
| Common Stock | | 08/07/ | 2020 | | | | M | | 1,290 | A | \$52.2 | 7 13 | 3,321 | D | | | | | |
| Common Stock | | 08/07/ | 7/2020 | | | | S | | 1,290 | D | \$98.10 | 62 12 | 2 12,031 | | D | | | | |
| Common Stock | | 08/07/ | /07/2020 | | | | M | | 640 | A | \$52.4 | 2 12,671 | | D | | | | | |
| Common Stock 08 | | | 08/07/ | /2020 | 2020 | | | | | 640 | D | \$98.10 | 62 12,031 | | D | | | | |
| Common Stock/ Deferred Compensation | | | | | | | | | 1,565 D | | | | | | | | | | |
| | | Т | able II | | | | | | | | oosed of converti | | | Owned | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deen Executio if any (Month/E | ned n Date, | 4. Transa Code (8) | ction | 5. Number on of | | 6. Date Exercisat Expiration Date (Month/Day/Year) | | sable and te | 7. Title an Amount o Securities Underlyin Derivative (Instr. 3 ar | d f f s g s Security nd 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | Ownersl Form: y Direct (Dor Indire (I) (Instr. | Ownership | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | | Expiration Date | Title | Amount or Number of Shares | | | | | | |
| Stock Option | \$52.27 | 08/07/2020 | | T | M | | | 1,290 | (1) | | 05/05/2022 | Common Stock | 1,290 | \$0 | 0 | | D | | |
| Stock | \$52.42 | 08/07/2020 | | | M | | | 640 | (2) | | 09/08/2021 | Common | 640 | \$0 | 0 | | D | | |

Explanation of Responses:

- 1. The stock options will become exercisable in four equal annual installments beginning on May 6, 2016.
- $2. \ The \ stock \ options \ will \ become \ exercisable \ in \ four \ equal \ installments \ beginning \ on \ September \ 9, \ 2015.$

/s/ Lynn Carino, attorney-infact for Ms. McClain

08/10/2020

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.