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

**Post-Effective Amendment No. 1
to
Form S-8
Registration Statement No. 333-142824
UNDER
THE SECURITIES ACT OF 1933**

AMETEK, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

14-1682544
(I.R.S. Employer
Identification No.)

1100 Cassatt Road
Berwyn, Pennsylvania
(Address of principal executive offices)

19312
(Zip Code)

AMETEK, INC. 2007 OMNIBUS INCENTIVE COMPENSATION PLAN
(Full title of the plan)

William J. Burke
Executive Vice President — Chief Financial Officer
AMETEK, Inc.
1100 Cassatt Road
Berwyn, Pennsylvania 19312-1177
(610) 647-2121

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Copies to:

Scott R. Jones, Esq.
Frank B. Tripodi, Esq.
Pepper Hamilton LLP
3000 Two Logan Square
Philadelphia, Pennsylvania 19103
(215) 981-4000

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer
Non-accelerated filer

Accelerated filer
Smaller reporting company
Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

**EXPLANATORY NOTE
DEREGISTRATION OF SECURITIES**

AMETEK, Inc. (the "Registrant") is filing this Post-Effective Amendment No. 1 (this "Post-Effective Amendment") to its Registration Statement on Form S-8 (No. 333-142824) filed with the Securities and Exchange Commission on May 10, 2007 (the "Registration Statement") to deregister any and all securities that remain unissued under the Registration Statement. The Registration Statement related exclusively to shares of common stock of the Registrant (the "Common Stock") issuable pursuant to the 2007 Omnibus Incentive Compensation Plan (the "Plan").

The Registrant is no longer issuing securities under the Plan. In accordance with the undertaking made by the Registrant in the Registration Statement to remove from registration, by means of a post-effective amendment, any of the securities that had been registered for issuance under the Plan that remain unissued at the termination of the offering, the Registrant hereby removes from registration all of such securities of the Registrant registered under the Registration Statement that remain unissued as of the date of this Post-Effective Amendment.

When filed on May 10, 2007, the Registration Statement covered 3,500,000 shares of Common Stock. All awards under the Plan have expired.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Berwyn, State of Pennsylvania, on May 19, 2020.

AMETEK, INC.

By: /s/ David A. Zapico

David A. Zapico
Chairman of the Board, Chief
Executive Officer and Director
(Principal Executive Officer)

No other person is required to sign this Post-Effective Amendment No. 1 to the registration statement in reliance on Rule 478 of the Securities Act of 1933, as amended.