FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| | OMB APPRO | VAL | | | | |
|---|-------------------------|-----------|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | |
| l | Estimated average burde | en | | | | |
| l | 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* CHANDY RUBY R | | | | | | | 2. Issuer Name and Ticker or Trading Symbol <u>AMETEK INC/</u> [AME] | | | | | | | | | Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | |
|---|---|--|----------------|---------|---|---|--|------|-------------------------|------------------------------------|---|------------------|----------------------|--|---|---|----------------|--|--|--|
| (Last) (First) (Middle) 1326 RIDGE ROAD | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/06/2015 | | | | | | | | | | Officer (give title below) | | Other (s below) | specify | |
| (Street) LAUREL HOLLOW NY 11791 (City) (State) (Zip) | | | | 4. 11 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| | | Tab | le I - No | n-Deriv | ative | e Se | curitie | s Ac | qu | ired, I | Disi | posed o | of, or Be | neficia | lly Owne | ed | | | | |
| 1. Title of | Security (Ins | tr. 3) | | Date | rivative Securities Acquired, Disposed of, or Benefinsaction Securities Acquired Securities Acquired | | | | | ed (A) or str. 3, 4 and | 5. Amount of Securities Beneficially Owned Follow | | Forn (D) o | n: Direct or Indirect | 7. Nature of Indirect Beneficial Ownership | | | | | |
| | | | | | | | | | - | Code | v | Amount | ount (A) or (D) Pr | | Transa | Reported Transaction(s) (Instr. 3 and 4) | | | (Instr. 4) | |
| Common | Stock | | | 05/06 | 5/2015 | | | | A ⁽¹⁾ | | 1,190 | 1,190 A | | 27 | 3,640 | | D | | | |
| | | 1 | | | | | | | | | | | , or Ben ble secu | | y Owned | l | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | Date Execution | | | action (Instr. | | | | Date Exe piration I onth/Day | Date | Amount of | | of s g e Security | 8. Price o Derivative Security (Instr. 5) | | e S Illy | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership ct (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Dat | te ercisable | | xpiration ate | Title | Amount or Number of Shares | | | | | | |
| Stock Option | \$52.27 | 05/06/2015 | | | A | | 5,160 | | | (2) | 0: | 5/05/2022 | Common Stock | 5,160 | \$0 | 5,160 |) | D | | |
| Stock Option | \$41.74 | | | | | | | | | (3) | 0: | 5/07/2020 | Common Stock | 5,190 | | 5,190 | | D | | |
| Stock | \$53.13 | | | | | | | | | (4) | 0: | 5/07/2021 | Common | 3,740 | | 3,740 | | D | | |

Explanation of Responses:

- 1. Constitutes restricted stock issued under the AMETEK, Inc. 2011 Omnibus Incentive Compensation Plan.
- $2. \ The \ stock \ options \ will \ become \ exercisable \ in \ four \ equal \ annual \ installments \ beginning \ on \ May \ 6, \ 2016.$
- 3. The stock options will become exercisable in four equal annual installments beginning on May 8, 2014.
- 4. The stock options will become exercisable in four equal annual installments beginning on May 8, 2015.

/s/Kathryn E. Sena, attorney-05/07/2015 in-fact for Ms. Chandy

** 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.

LIMITED POWER OF ATTORNEY FOR SECTION 16 REPORTING OBLIGATIONS

Know all by these presents, that the undersigned hereby makes, constitutes and appoints each of Kathryn E. Sena, Robert S. Feit, Amy M. Brown and Joy D. Atwell, each acting individually, as the undersigned's true and lawful attorney-in-fact, with full power and authority as hereinafter described on behalf of and in the name, place and stead of the undersigned to:

- (1) prepare, execute, acknowledge, deliver and file Forms 3, 4, and 5 (including amendments thereto) with respect to the securities of AMETEK, Inc., a Delaware Corporation (the "Company"), with the United States Securities and Exchange Commission, any national securities exchanges and the Company, as considered necessary or advisable under Section 16(a) of the Securities Exchange Act of 1934 and the rules and regulations promulgated thereunder, as amended from time to time (the "Exchange Act");
- (2) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information on transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such person to release any such information to the undersigned and approves and ratifies any such release of information; and
- (3) perform any and all other acts which in the discretion of such attorney-in-fact are necessary or desirable for and on behalf of the undersigned in connection with the foregoing.

The undersigned acknowledges that:

- (1) this Power of Attorney authorizes, but does not require, each such attorney-in-fact to act in their discretion on information provided to such attorney-in-fact without independent verification of such information;
- (2) any documents prepared and/or executed by either such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney will be in such form and will contain such information and disclosure as such attorney-in-fact, in his or her discretion, deems necessary or desirable;
- (3) neither the Company nor either of such attorneys-in-fact assumes
 (i) any liability for the undersigned's responsibility to comply with the requirement of the Exchange Act, (ii) any liability of the undersigned for any failure to comply with such requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act; and
- (4) this Power of Attorney does not relieve the undersigned from responsibility for compliance with the undersigned's obligations under the Exchange Act, including without limitation the reporting requirements under Section 16 of the Exchange Act.

The undersigned hereby gives and grants each of the foregoing attorneys in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or appropriate to be done in and about the foregoing matters as fully to all intents and purposes as the undersigned might or could do if present, hereby ratifying all that each such attorney-in-fact, for and on behalf of the undersigned, shall lawfully do or cause to be done by virtue of this Limited Power of Attorney.

This Power of Attorney shall remain in full force and effect until revoked by the undersigned in a signed writing delivered to each such attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this $6 \, \text{th}$ day of May, 2015.

/s/Ruby R. Chandy