SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to	0
Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL										
OMB Number: 3235-0287										
Estimated average b	urden									
hours per response:	0.5									

1. Name and Address of Reporting Person* VARET ELIZEBETH R			2. Issuer Name and Ticker or Trading Symbol <u>AMETEK INC/</u> [AME]		ationship of Reporting Person(s) to Issuer k all applicable) Director 10% Owner		
(Last) P.O. BOX 28744	(First) (Middle) BOX 287440		3. Date of Earliest Transaction (Month/Day/Year) 08/18/2015		Officer (give title below)	Other (specify below)	
(Street) NEW YORK NY 10128-7440 (City) (State) (Zip)		10128-7440 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing (Form filed by One Report Form filed by More than (Person	ing Person	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V		Amount	(A) or (D) Price		Transaction(s) (Instr. 3 and 4)		(instr. 4)
Common Stock	08/18/2015		S		700	D	\$57.5	122,580	D	
Common Stock								201,609	I	By Trust ⁽¹⁾
Common Stock								1,950	I	By Adult Child ⁽²⁾
Common Stock								67,500	I	By Trust ⁽³⁾
Common Stock								4,050	I	By Adult Child ⁽⁴⁾

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

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. Transa Code (8)				of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date (Month/Day/Year) 5 1 d		Expiration Date		Expiration Date		Expiration Date		te Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares												
Stock Option	\$29.8267							(5)	05/02/2018	Common Stock	3,050		3,050	D									
Stock Option	\$34.0467							(6)	04/30/2019	Common Stock	4,725		4,725	D									
Stock Option	\$30.74							(7)	07/25/2019	Common Stock	1,570		1,570	D									
Stock Option	\$41.74							(8)	05/07/2020	Common Stock	5,190		5,190	D									
Stock Option	\$53.13							(9)	05/07/2021	Common Stock	3,740		3,740	D									
Stock Option	\$52.27							(10)	05/05/2022	Common Stock	5,160		5,160	D									

Explanation of Responses:

1. Held by trust of which the reporting person is a co-trustee or co-beneficiary.

2. The reporting person is a managing member of the limited liability company which holds the securities for the benefit of the reporting person's adult child. The reporting person disclaims any beneficial ownership of these securities.

3. These shares are held in a trust for the benefit of the reporting person's spouse. The reporting person disclaims beneficial ownership of these securities.

4. The reporting person has a power of attorney over the securities. The reporting person disclaims beneficial ownership of these securities.

5. The stock options will become exercisable in four equal installments beginning on May 3, 2012.

6. The stock options will become exercisable in four equal installments beginning on May 1, 2013.

7. The stock options will become exercisable in four equal annual installments beginning on July 26, 2013.

8. The stock options will become exercisable in four equal annual installments beginning on May 8, 2014.

9. The stock options will become exercisable in four equal annual installments beginning on May 8, 2015.

10. The stock options will become exercisable in four equal annual installments beginning on May 6, 2016.

/s/Kathryn E. Sena, attorney- 08/18/2015

<u>in-fact for Ms. Varet</u> ** Signature of Reporting Person

Date

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

 \ast 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.