SEC Form 4

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FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to
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

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OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

I. Name and Address of Reporting Feison			2. Issuer Name and Ticker or Trading Symbol <u>AMETEK INC/</u> [AME]		tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner		
(Last) 1100 CASSATT	(First) T ROAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2016	x	Officer (give title below) CHIEF EXECUTIVE	Other (specify below) OFFICER	
(Street) BERWYN (City)	PA (State)	19312-1177 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing (Form filed by One Repor Form filed by More than (Person	ting 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)			4. Securities Disposed Of			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)		(1150.4)
Common Stock/serp	12/31/2016		J ⁽¹⁾		2,009	A	\$49.902	47,611	D	
Common Stock								147,438	D	

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)				6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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	\$19.5867							(2)	04/28/2017	Common Stock	30,000		30,000	D	
Stock Option	\$29.8267							(3)	05/02/2018	Common Stock	25,965		25,965	D	
Stock Option	\$34.0467							(4)	04/30/2019	Common Stock	31,200		31,200	D	
Stock Option	\$41.74							(5)	05/07/2020	Common Stock	58,760		58,760	D	
Stock Option	\$53.13							(6)	05/07/2021	Common Stock	44,740		44,740	D	
Stock Option	\$52.27							(7)	05/05/2022	Common Stock	58,040		58,040	D	
Stock Option	\$46.96							(8)	05/03/2023	Common Stock	136,370		136,370	D	

Explanation of Responses:

1. Allocated pursuant to the AMETEK, Inc. Supplemental Executive Retirement Plan under which shares are automatically distributed on a one-for-one basis upon the participant's retirement.

2. The stock options will become exercisable in four equal annual installments beginning on April 29, 2011.

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

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

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

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

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

8. The stock options will become exercisable in four equal annual installments beginning on May 4, 2017.

/s/ Joy D. Atwell, attorney-in-

fact for Mr. Zapico

01/03/2017

** 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.