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
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 burden hours per response: 0.5

1. Name and Addre	ess of Reporting Perso	on*	2. Issuer Name and Ticker or Trading Symbol <u>AMETEK INC/</u> [AME]		ationship of Reporting Person(s) to Issuer < all applicable) Director 10% Owner		
(Last) (First) (Middle) 1100 CASSATT ROAD		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/08/2019	X	Officer (give title below) CHIEF EXECUTIVE	Other (specify below) OFFICER	
(Street) BERWYN	РА	19312-1177	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line) X	vidual or Joint/Group Filing (Form filed by One Report Form filed by More than C	ing Person	
(City)	(State)	(Zip)			Person	She Reporting	

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)	Code (. 4. Securities Acquired (ransaction Disposed Of (D) (Instr. 3 5)			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)		(1130. 4)
Common Stock	05/08/2019		F ⁽¹⁾		3,240	D	\$85.49	182,986	D	
Common Stock	05/09/2019		A ⁽²⁾		16,480	A	\$85.45	199,466	D	
Common Stock/serp								55,615	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)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		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	\$85.45	05/09/2019		Α		75,720		(3)	05/09/2029	Common Stock	75,720	\$0	75,720	D	

Explanation of Responses:

1. Represents withholding of shares to pay withholding taxes incurred in connection with the first year vesting (33%) of restricted stock issued on May 8, 2018.

2. Constitutes restricted stock issued under the AMETEK, Inc. 2011 Omnibus Incentive Compensation Plan.

3. The stock options will become exercisable in three equal annual installments beginning on May 9, 2020.

05/10/2019

** Signature of Reporting Person Date

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

fact for Mr. Zapico

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.