SEC Form 4

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

hours per response:	0.5
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			2. Issuer Name and Ticker or Trading Symbol <u>AMETEK INC/</u> [AME]		ionship of Reporting Pe all applicable) Director	erson(s) to Issuer 10% Owner	
(Last) 1100 CASSATT	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 05/08/2018	X	Officer (give title below) Executive VI	Other (specify below) P - CFO	
(Street) BERWYN PA 19312		19312	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X			
(City)	(State)	(Zip)					

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)	Transaction Code (Instr.					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	05/08/2018		F ⁽¹⁾		388	D	\$73.45	62,116	D	
Common Stock	05/08/2018		A ⁽²⁾		7,520	A	\$73.45	69,636	D	
Common Stock	05/09/2018		F ⁽³⁾		1,247	D	\$74.8	68,389	D	
Common Stock/serp								11,751	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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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	\$73.45	05/08/2018		Α		33,930		(4)	05/07/2028	Common Stock	33,930	\$0	33,930	D	

Explanation of Responses:

1. Represents withholding of shares to pay withholding taxes incurred in connection with cliff vesting of restricted stock issued on May 8, 2014.

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

3. Represents withholding of shares to pay withholding taxes incurred in connection with the 1st year vesting (25%) of restricted stock issued on May 9, 2017.

4. The stock options will become exercisable in three equal annual installments beginning on May 8, 2019.

/s/ Joy D. Atwell, attorney-infact for Mr. Burke

05/10/2018

** 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.