SEC Form 4

 \square

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	Estimated average burden	
	hours per response:	0.5

1 I Marie and Address of Reporting reison			2. Issuer Name and Ticker or Trading Symbol <u>AMETEK INC/</u> [AME]		tionship of Reporting Perso all applicable) Director	on(s) to Issuer 10% Owner
(Last) 1326 RIDGE R	(First) OAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/04/2016		Officer (give title below)	Other (specify below)
(Street) LAUREL HOLLOW	NY	11791	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing Form filed by One Repo Form filed by More than Person	rting Person
(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)			4. Securities Disposed Of (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)		(iiisti: 4)
Common Stock	05/04/2016		A ⁽¹⁾		1,260	Α	\$46.96	4,900	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. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties red sed 3, 4	Expiration Date (Month/Day/Year)		ate 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	\$46.96	05/04/2016		Α		5,440		(2)	05/03/2023	Common Stock	5,440	\$ <mark>0</mark>	5,440	D	
Stock Option	\$41.74							(3)	05/07/2020	Common Stock	5,190		5,190	D	
Stock Option	\$53.13							(4)	05/07/2021	Common Stock	3,740		3,740	D	
Stock Option	\$52.27							(5)	05/05/2022	Common Stock	5,160		5,160	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 4, 2017.

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.

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

/s/Kathryn E. Sena, attorney-

in-fact for Ms. Chandy

05/05/2016

Date

** Signature of Reporting Person

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.