SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

1. Name and Address of Reporting Person[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Jones Timothy N	AMETEK INC/ [AME]	Director / 10% Owner / X Officer (give title below) / Other (specify below)
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/05/2014	PRESIDENT - ELECTROMECHANICAL
1100 CASSATT ROAD P.O. BOX 1764		
(Street) BERWYN PA 19312-1177	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person / Form filed by More than One Reporting 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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	05/05/2014		F[(1)]		757	D	$52.95	53,023	D	
Common Stock/serp								24,314	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. Transaction Code (Instr. 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	$19.5867							[(2)]	04/28/2017	Common Stock	11,908		11,908	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	29,955		29,955	D	
Stock Option	$41.74							[(5)]	05/07/2020	Common Stock	26,220		26,220	D	

Explanation of Responses:

1. Represents withholding of shares to pay withholding taxes incurred in connection with 3rd year vesting (25%) of restricted stock issued on May 3, 2011.

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.

/s/Kathryn E. Sena, attorney-in-fact for Mr. Jones | 05/06/2014

** Signature of Reporting Person | Date