

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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                                 |           |
|--|-----------|
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|   |   |  |
|---|---|--|
| 1. Name and Address of Reporting Person *<br><u>Marecic Thomas C</u><br><br>(Last) (First) (Middle)<br>1100 CASSATT ROAD<br><br>(Street)<br>BERWYN PA 19312<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>AMETEK INC/ [ AME ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br>PRES. - ELECTRONIC INSTRUMENTS |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/06/2015            |  |
|   |   | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting 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) | 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                    | 05/06/2015                           |  | A <sup>(1)</sup>               |   | 4,420   | A          | \$52.27 | 18,681  | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |         | 348   | I  | By Wife   |
| 401k Plan                       |                                      |  |                                |   |   |            |         | 2,853   | I  | 401k Plan   |
| Common Stock/serp               |                                      |  |                                |   |   |            |         | 6,238   | 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 |
| Stock Option                               | \$52.27  | 05/06/2015                           |  | A                              |   | 19,240   |     | (2)  | 05/05/2022      | Common Stock  | 19,240                                     | \$0  | 19,240  | D  |       |
| Stock Option                               | \$14.5378  |                                      |  |                                |   |  |     | (3)  | 04/22/2016      | Common Stock  | 4,000                                      |  | 4,000   | D  |       |
| Stock Option                               | \$19.5867  |                                      |  |                                |   |  |     | (4)  | 04/28/2017      | Common Stock  | 11,933                                     |  | 11,933  | D  |       |
| Stock Option                               | \$29.8267  |                                      |  |                                |   |  |     | (5)  | 05/02/2018      | Common Stock  | 12,315                                     |  | 12,315  | D  |       |
| Stock Option                               | \$34.0467  |                                      |  |                                |   |  |     | (6)  | 04/30/2019      | Common Stock  | 14,097                                     |  | 14,097  | D  |       |
| Stock Option                               | \$41.74  |                                      |  |                                |   |  |     | (7)  | 05/07/2020      | Common Stock  | 13,990                                     |  | 13,990  | D  |       |
| Stock Option                               | \$53.13  |                                      |  |                                |   |  |     | (8)  | 05/07/2021      | Common Stock  | 12,100                                     |  | 12,100  | D  |       |

**Explanation of Responses:**

- Constitutes restricted stock issued under the AMETEK, Inc. 2011 Omnibus Incentive Compensation Plan.
- The stock options will become exercisable in four equal annual installments beginning on May 6, 2016.
- The stock options will become exercisable in four equal installments beginning on April 23, 2010.
- The stock options will become exercisable in four equal installments beginning on April 29, 2011.
- The stock options will become exercisable in four equal installments beginning on May 3, 2012.
- The stock options will become exercisable in four equal installments beginning on May 1, 2013.
- The stock options will become exercisable in four equal installments beginning on May 8, 2014.
- The stock options will become exercisable in four equal installments beginning on May 8, 2015.

/s/ Kathryn E. Sena, attorney-in-fact for Mr. Marecic      05/07/2015

\*\* 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.

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