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 t	0
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 APP	ROVAL
OMB Number:	3235-0287
Estimated average b	ourden
hours por response:	0.5

1. Name and Address of Reporting Person <sup>*</sup> MANDOS ROBERT R			2. Issuer Name and Ticker or Trading Symbol <u>AMETEK INC/</u> [ AME ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
MANDUS	<u>RUBERT R</u>		[ ]	Director 10% Owner					
(Last) (First) (Middle) 1100 CASSATT ROAD		<i><b>ACTE</b></i>	Data of Farliant Transaction (Month/Day/Maar)	X Officer (give title Other (specify below) below)					
		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/29/2011	SENIOR VP - COMPTROLLER					
P.O. BOX 17	64								
(Street) BERWYN	РА	19312-1177	<ul> <li>4. If Amendment, Date of Original Filed (Month/Day/Year)</li> </ul>	<ul> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting Person</li> </ul>					
(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)	Code (	Transaction Disposed Of (D) Code (Instr. 5)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	06/29/2011		S		8,560	D	\$44	64,040	D		
401k Plan								1	Ι	401k Plan	
Common Stock/serp								9,871	D		

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(e.g.,	puts,	cans	, wai	iant	s, options	, converti	ble Seci	unitiesj				
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	ired r osed ) r. 3, 4	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)	rivative derivative curity Securities	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	\$16.8578							(1)	04/26/2012	Common Stock	11,655		11,655	D	
Stock Option	\$22.1778							(2)	04/25/2013	Common Stock	11,637		11,637	D	
Stock Option	\$24.2933							(3)	04/23/2014	Common Stock	11,572		11,572	D	
Stock Option	\$32.4							(4)	04/22/2015	Common Stock	14,194		14,194	D	
Stock Option	\$21.8067							(5)	04/22/2016	Common Stock	27,027		27,027	D	
Stock Option	\$29.38							(6)	04/28/2017	Common Stock	19,386		19,386	D	
Stock Option	\$44.74							(7)	05/02/2018	Common Stock	10,100		10,100	D	

#### Explanation of Responses:

1. The stock options will become exercisable in four equal installments beginning on April 27, 2006.

2. The stock options will become exercisable in four equal installments beginning on April 26, 2007.

3. The stock options will become exercisable in four equal installments beginning on April 24, 2008.

4. The stock options will become exercisable in four equal installments beginning on April 23, 2009.

5. The stock options will become exercisable in four equal annual installments beginning on April 23, 2010.

6. The stock options will become exercisable in four equal annual installments beginning on April 29, 2011.

7. The stock options will become exercisable in four equal installments beginning on May 3, 2012.

<u>/s/Kathryn E. Sena, attorney-</u> in-fact for Mr. Mandos

07/05/2011

\*\* 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.