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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

September 10, 2014

AMETEK, Inc.

(Exact name of registrant as specified in its charter)

Delaware

1-12981

14-1682544

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

1100 Cassatt Road, Berwyn, Pennsylvania

19312

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

610-647-2121

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

Gretchen W. McClain was appointed to the Board of Directors of AMETEK, Inc., or the "Company," effective September 9, 2014, to serve as a Class II Director until the 2017 Annual Meeting. Ms. McClain joined the Board as an independent director. There is no arrangement or understanding between Ms. McClain and any other person pursuant to which she was appointed as a director.

Non-employee directors receive compensation for service as a director as described in the Company's proxy statement for the 2014 Annual Meeting of Stockholders, which was filed with the Securities and Exchange Commission on March 24, 2014. Non-employee directors receive an annual basic retainer fee of \$70,000. Accordingly, Ms. McClain will receive the pro rata portion of the annual fee which will be \$17,500, paid on a quarterly basis. Non-employee directors are also entitled to restricted stock and option awards. On September 9, 2014, Ms. McClain received a grant of 750 shares of restricted stock at \$52.42 and options to purchase 2,560 shares of common stock with an exercise price of \$52.42, vesting in four equal annual installments beginning one year from the date of grant.

On September 10, 2014, the Company issued a press release announcing Ms. McClain's appointment, a copy of which is attached as Exhibit 99.1 hereto and is hereby incorporated by reference in this Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits

99.1 Copy of press release issued by AMETEK, Inc. on September 10, 2014.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMETEK, Inc.

September 10, 2014

By: */s/ William J. Burke*

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*Name: William J. Burke*

*Title: Senior Vice President - Comptroller and Treasurer*

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Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Copy of press release issued by AMETEK, Inc. on September 10, 2014.



CORPORATE OFFICE  
1100 Cassatt Road, Berwyn, PA 19312

Contact: Kevin C. Coleman (610) 889-5247

## **AMETEK ANNOUNCES APPOINTMENT OF GRETCHEN W. MCCLAIN TO BOARD OF DIRECTORS**

Berwyn, PA., September 10, 2014 — AMETEK, Inc. (NYSE: AME) today announced that its Board of Directors has appointed Gretchen W. McClain as a new director of the Company. Ms. McClain most recently served as Chief Executive Officer for Xylem, Inc.

“We are very pleased to welcome Gretchen to AMETEK’s Board of Directors. She is an experienced business executive with a strong technology background and experience that nicely complements an already strong Board of Directors. I am confident she will make important contributions to the Board and the Company as we continue our strong growth,” commented Frank S. Hermance, AMETEK Chairman and Chief Executive Officer.

Ms. McClain was the founding Chief Executive Officer of Xylem which was formed from the spinoff of the global water businesses of ITT Corporation in October 2011. Ms. McClain joined ITT in September 2005 as President of its Residential and Commercial Water business, and was named in March 2007 President of ITT Fluid Technology. In December 2008, she was promoted to Senior Vice President and President of ITT Fluid and Motion Control.

Prior to joining ITT, Ms. McClain held leadership positions within Honeywell Aerospace, including Vice President and General Manager of the Business, General Aviation, and Helicopter Electronics Division, and Vice President for Engineering, Technology and Program Management for Honeywell Aerospace’s Engines, Systems and Services Division. Ms. McClain spent nine years with NASA prior to joining Honeywell where she aided in the development and launch of the International Space Station Program.

Ms. McClain currently serves on the Board of Directors of Booz Allen Hamilton. She is a graduate of the University of Utah, where she earned a Bachelor’s Degree in Mechanical Engineering.

### ***Corporate Profile***

AMETEK is a leading global manufacturer of electronic instruments and electro-mechanical devices with 2013 sales of \$3.6 billion. AMETEK’s Corporate Growth Plan is based on Four Key Strategies: Operational Excellence, Strategic Acquisitions, Global & Market Expansion and New Products. AMETEK’s objective is double-digit percentage growth in earnings per share over the business cycle and a superior return on total capital. The common stock of AMETEK is a component of the S&P 500 Index.

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## **AMETEK ANNOUNCES APPOINTMENT OF GRETCHEN W. MCCLAIN TO BOARD OF DIRECTORS**

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### **Forward-looking Information**

Statements in this news release relating to future events, such as AMETEK’s expected business and financial performance are “forward-looking statements.” Forward-looking statements are subject to various factors and uncertainties that may cause actual results to differ significantly from expectations. These factors and uncertainties include AMETEK’s ability to consummate and successfully integrate future acquisitions; risks associated with international sales and operations; AMETEK’s ability to successfully develop new products, open new facilities or transfer product lines; the price and availability of raw materials; compliance with government regulations, including environmental regulations; changes in the competitive environment or the effects of competition in our markets; the ability to maintain adequate liquidity and financing sources; and general economic conditions affecting the industries we serve. A detailed discussion of these and other factors that may affect our future results is contained in AMETEK’s filings with the U.S. Securities and Exchange Commission, including its most recent reports on Form 10-K, 10-Q and 8-K. AMETEK disclaims any intention or obligation to update or revise any forward-looking statements.

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