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 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									
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VARET ELIZEBETH R		on*	2. Issuer Name and Ticker or Trading Symbol <u>AMETEK INC/</u> [AME]		tionship of Reporting Pers all applicable) Director	son(s) to Issuer 10% Owner		
		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/07/2018		Officer (give title below)	Other (specify below)		
(Street) NEW YORK (City)	(Street) NEW YORK NY 10128-7440		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 				

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)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock	02/07/2018		М		4,725	A	\$34.0467	119,605	D			
Common Stock	02/07/2018		М		1,570	A	\$30.74	121,175	D			
Common Stock	02/07/2018		S		6,295	D	\$74.722	114,880	D			
Common Stock								151,445	I	By Trust ⁽¹⁾		
Common Stock								1,950	I	By Adult Child ⁽²⁾		
Common Stock								67,500	I	By Trust ⁽³⁾		
Common Stock								4,050	Ι	By Adult Child ⁽⁴⁾		

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)		of		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	\$34.0467	02/07/2018		м			4,725	(5)	04/30/2019	Common Stock	4,725	\$0	0	D	
Stock Option	\$30.74	02/07/2018		М			1,570	(6)	07/25/2019	Common Stock	1,570	\$ <mark>0</mark>	0	D	

Explanation of Responses:

1. Held by trust of which the reporting person is a co-trustee or co-beneficiary.

2. The reporting person is a managing member of the limited liability company which holds the securities for the benefit of the reporting person's adult child. The reporting person disclaims any beneficial ownership of these securities.

3. These shares are held in a trust for the benefit of the reporting person's spouse. The reporting person disclaims beneficial ownership of these securities.

4. The reporting person has a power of attorney over the securities. The reporting person disclaims beneficial ownership of these securities.

5. The stock options will become exercisable in four equal installments beginning on May 1, 2013.

6. The stock options will become exercisable in four equal annual installments beginning on July 26, 2013.

/s/ Joy D. Atwell, attorney-infact for Ms. Varet

02/07/2018

** 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.