\square

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 APPRC	VAL
OMB Number:	3235-0287
Estimated average burde	en
hours per response:	0.5

1. Name and Address of Reporting Person [*] EGINTON WILLIAM D			2. Issuer Name and Ticker or Trading Symbol <u>AMETEK INC/</u> [AME]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
(Last) (First) (1100 CASSATT ROAD		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2016	X Officer (give title Other (specify below) below) SENIOR VP-CORP. DEVELOPMENT
(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)							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)		Transaction(s)		(Instr. 4)				
Common Stock/serp	12/31/2016		J ⁽¹⁾		497	A	\$49.902	20,681	D		
Common Stock/deferred Compensation	12/31/2016		J ⁽²⁾		59	A	\$49.902	8,281	D		
401k Plan	12/31/2016		J ⁽³⁾		31	A	\$0	4,934	I	401(k) Plan	
Common Stock								39,692	D		

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

(eig., puts, cails, warrants, options, convertiste 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)		n of		Expiration Date (Month/Day/Year)		of Securities		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	\$29.8267							(4)	05/02/2018	Common Stock	14,598		14,598	D	
Stock Option	\$34.0467							(5)	04/30/2019	Common Stock	16,368		16,368	D	
Stock Option	\$41.74							(6)	05/07/2020	Common Stock	15,546		15,546	D	
Stock Option	\$53.13							(7)	05/07/2021	Common Stock	13,270		13,270	D	
Stock Option	\$52.27							(8)	05/05/2022	Common Stock	17,824		17,824	D	
Stock Option	\$46.96							(9)	05/03/2023	Common Stock	18,922		18,922	D	

Explanation of Responses:

1. Allocated pursuant to the AMETEK, Inc. Supplemental Executive Retirement Plan under which shares are automatically distributed on a one-for-one basis upon the participant's retirement.

2. Constitutes stock units issued under the AMETEK, Inc. Deferred Compensation Plan which will be setled for stock on a 1 for 1 basis upon the reporting persons retirement.

3. Represents dividend reinvestment under the Company's 401(k) Plan.

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

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 May 8, 2014.

7. The stock options will become exercisable in four equal annual installments beginning on May 8, 2015.

8. The stock options will become exercisable in four equal annual installments beginning on May 6, 2016.

9. The stock options will become exercisable in four equal annual installments beginning on May 4, 2017.

/s/ Joy D. Atwell, attorney-infact for Mr. Eginton

01/03/2017

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.