

AMETEK INC/  
Form 4  
May 04, 2016

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
EGINTON WILLIAM D

(Last) (First) (Middle)  
1100 CASSATT ROAD  
(Street)

BERWYN, PA 19312-1177

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
AMETEK INC/ [AME]

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/02/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
SENIOR VP-CORP. DEVELOPMENT

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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) | 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) |
|------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                    |                                      |  |                                | (A) or (D)<br>Code V Amount (D) Price                             |   |  |   |
| Common Stock                       | 05/02/2016                           |  | F(1)                           | 1,405 D \$ 48.46  | 35,328  | D  |   |
| 401k Plan                          | 05/02/2016                           |  | J(2)                           | 13 A \$ 0   | 4,903   | I  | 401(k) Plan   |
| Common Stock/deferred Compensation |                                      |  |                                |   | 8,222   | D  |   |
| Common Stock/serp                  |                                      |  |                                |   | 20,184  | D  |   |

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

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 control number.

SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4) | 8. Price or Value of Derivative Security (Instr. 3) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title   | Amount or Number of Shares |
| Stock Option                               | \$ 29.8267   |                                      |  |                                |   | <u>(3)</u>   | 05/02/2018  | Common Stock  | 14,598                     |
| Stock Option                               | \$ 34.0467   |                                      |  |                                |   | <u>(4)</u>   | 04/30/2019  | Common Stock  | 16,368                     |
| Stock Option                               | \$ 41.74   |                                      |  |                                |   | <u>(5)</u>   | 05/07/2020  | Common Stock  | 15,546                     |
| Stock Option                               | \$ 53.13   |                                      |  |                                |   | <u>(6)</u>   | 05/07/2021  | Common Stock  | 13,270                     |
| Stock Option                               | \$ 52.27   |                                      |  |                                |   | <u>(7)</u>   | 05/05/2022  | Common Stock  | 17,824                     |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| EGINTON WILLIAM D<br>1100 CASSATT ROAD<br>BERWYN, PA 19312-1177 |               |           | SENIOR VP-CORP.<br>DEVELOPMENT |       |

## Signatures

/s/ Amy M. Brown, attorney-in-fact for Mr. Eginton

05/04/2016

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

- (1) Represents withholding of shares to pay withholding taxes incurred in connection with cliff vesting of restricted stock issued on May 1, 2012.
- (2) Represents dividend reinvestment under the Company's 401(k) Plan.
- (3) The stock options will become exercisable in four equal installments beginning on May 3, 2012.
- (4) The stock options will become exercisable in four equal installments beginning on May 1, 2013.
- (5) The stock options will become exercisable in four equal annual installments beginning on May 8, 2014.
- (6) The stock options will become exercisable in four equal annual installments beginning on May 8, 2015.
- (7) The stock options will become exercisable in four equal annual installments beginning on May 6, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.