

AMETEK INC/  
Form 4  
May 09, 2014

**FORM 4**

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

OMB APPROVAL

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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 \*  
**MANDOS ROBERT R**

(Last) (First) (Middle)

1100 CASSATT ROAD, P.O. BOX 1764

(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)  
**05/08/2014**

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)

**EXECUTIVE VP & CFO**

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. 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) Code V Amount (D) Price                                |   |  |   |
| Common Stock                    | 05/08/2014                           |  | F <sup>(1)</sup>   | 967 D \$ 53.13  | 100,362   | D  |   |
| Common Stock                    | 05/08/2014                           |  | A <sup>(2)</sup>   | 9,830 A \$ 53.13  | 110,192   | D  |   |
| 401k Plan                       |                                      |  |                    |   | 1   | I  | 401k Plan   |
| Common Stock/serp               |                                      |  |                    |   | 19,221  | 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**

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

**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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option                               | \$ 53.13   | 05/08/2014                           |  | A                              | 33,490  | (3) 05/07/2021   | Common Stock  | 33,490                        |
| Stock Option                               | \$ 19.5867   |                                      |  |                                |   | (4) 04/28/2017   | Common Stock  | 29,079                        |
| Stock Option                               | \$ 29.8267   |                                      |  |                                |   | (5) 05/02/2018   | Common Stock  | 15,150                        |
| Stock Option                               | \$ 34.0467   |                                      |  |                                |   | (6) 04/30/2019   | Common Stock  | 28,704                        |
| Stock Option                               | \$ 41.74   |                                      |  |                                |   | (7) 05/07/2020   | Common Stock  | 47,200                        |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                    |       |
|--|---------------|-----------|--------------------|-------|
|  | Director      | 10% Owner | Officer            | Other |
| MANDOS ROBERT R<br>1100 CASSATT ROAD<br>P.O. BOX 1764<br>BERWYN, PA 19312-1177 |               |           | EXECUTIVE VP & CFO |       |

## Signatures

/s/ Robert R. Mandos 05/09/2014

\*\*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).

## Edgar Filing: AMETEK INC/ - Form 4

- (1) Represents withholding of shares to pay withholding taxes incurred in connection with 1st year vesting (25%) of restricted stock issued on May 8, 2013.
- (2) Constitutes restricted stock issued under the AMETEK, Inc. 2007 Omnibus Incentive Compensation Plan.
- (3) The stock options will become exercisable in four equal annual installments beginning on May 8, 2015.
- (4) The stock options will become exercisable in four equal annual installments beginning on April 29, 2011.
- (5) The stock options will become exercisable in four equal installments beginning on May 3, 2012.
- (6) The stock options will become exercisable in four equal installments beginning on May 1, 2013.
- (7) The stock options will become exercisable in four equal annual installments beginning on May 8, 2014.

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

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