AMETEK INC/ Form 4 February 04, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

MANDOS ROBERT R Symb		Symbol	r Name and Ticker or Trading EK INC/ [AME]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M		f Earliest Transaction	(Check	all applicable)		
1100 CASS.	ATT ROAD	(Month/E 02/03/2	•	Director _X Officer (give below) EXECU	title 10% Owner below) TIVE VP & CFO		
	(Street)		endment, Date Original nth/Day/Year)	6. Individual or Joi Applicable Line) _X_ Form filed by O	int/Group Filing(Check ne Reporting Person		
BERWYN,	PA 19312-1177			Form filed by M Person	ore than One Reporting		
(City)	(State) (Zip) Tabl	le I - Non-Derivative Securities A	equired, 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. 4. Securities Acquired Transaction(A) or Disposed of (E) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Pri	Securities Beneficially Owned Following Reported Transaction(s)	6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4) (I) (Instr. 4)		
Common Stock/serp	02/03/2016		J <u>(1)</u> 811 A \$ 54.5	84 22,792	D		
401k Plan				1	I 401k Plan		
Common Stock				103,994	D		

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

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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. Transactic Code (Instr. 8)	5. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and A Underlying S (Instr. 3 and	Securities	8. Price Deriva Securit (Instr. :
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 29.8267					(2)	05/02/2018	Common Stock	15,150	
Stock Option	\$ 34.0467					(3)	04/30/2019	Common Stock	28,704	
Stock Option	\$ 41.74					<u>(4)</u>	05/07/2020	Common Stock	47,200	
Stock Option	\$ 53.13					<u>(5)</u>	05/07/2021	Common Stock	33,490	
Stock Option	\$ 52.27					<u>(6)</u>	05/05/2022	Common Stock	45,750	

Reporting Owners

Reporting Owner Name / Address	Relationships
reporting of their rame, reactess	

Director 10% Owner Officer Other

MANDOS ROBERT R 1100 CASSATT ROAD BERWYN, PA 19312-1177

EXECUTIVE VP & CFO

Signatures

/s/ Robert R.
Mandos

_**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) 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.

Reporting Owners 2

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- (2) The stock options will become exercisable in four equal installments beginning on May 3, 2012.
- (3) The stock options will become exercisable in four equal installments beginning on May 1, 2013.
- (4) The stock options will become exercisable in four equal annual installments beginning on May 8, 2014.
- (5) The stock options will become exercisable in four equal annual installments beginning on May 8, 2015.
- (6) 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.