

AMETEK INC/
Form 4
May 06, 2014

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HERMANC FRANK S

(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)

05/05/2014

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)

CHAIRMAN OF THE BOARD & CEO

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)
Common Stock	05/05/2014		F(1)	6,291 D	\$ 52.95	1,959,329 D	
Common Stock					270,000	I	By Wife
Common Stock/serp					360,435	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
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SEC 1474
(9-02)

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. Pri Deriv Secur (Instr	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 21.6							<u>(2)</u>	04/22/2015	Common Stock	291,352
Stock Option	\$ 14.5378							<u>(3)</u>	04/22/2016	Common Stock	451,462
Stock Option	\$ 19.5867							<u>(4)</u>	04/28/2017	Common Stock	335,790
Stock Option	\$ 29.8267							<u>(5)</u>	05/02/2018	Common Stock	150,840
Stock Option	\$ 34.0467							<u>(6)</u>	04/30/2019	Common Stock	190,230
Stock Option	\$ 41.74							<u>(7)</u>	05/07/2020	Common Stock	157,310

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HERMANCE FRANK S 1100 CASSATT ROAD P.O. BOX 1764 BERWYN, PA 19312-1177	X CHAIRMAN OF THE BOARD & CEO

Signatures

/s/ Frank S.
Hermance 05/06/2014

**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).

- (1) Represents withholding of shares to pay withholding taxes incurred in connection with 3rd year vesting (25%) of restricted stock issued on May 3, 2011.
- (2) The stock options will become exercisable in four equal installments beginning on April 23, 2009.
- (3) The stock options will become exercisable in four equal annual installments beginning on April 23, 2010.
- (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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