

**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 Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

1. Name and Address of Reporting Person \*  
KLEIN CHARLES D

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

### 5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

AMERICAN SECURITIES  
LLC, 299 PARK AVENUE, 34TH  
FLOOR

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/06/2015

\_\_\_\_\_X\_\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 \_\_\_\_\_ Officer (give title \_\_\_\_\_ Other (specify  
 below) below)

(Street)

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

6. Individual or Joint/Group Filing (Check Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting Person

NEW YORK, NY 10171

(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)	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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	05/06/2015		A <sup>(1)</sup>		1,190	A \$ 52.27	174,411	D	
Common Stock							7,000	I	By Trust (2)

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)

# Edgar Filing: AMETEK INC/ - Form 4

**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 (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. I
				Code	V	(A)	(D)	
Stock Option	\$ 52.27	05/06/2015		A		5,160	(3) 05/05/2022	Common Stock 5,160
Stock Option	\$ 14.5378						(4) 04/22/2016	Common Stock 8,820
Stock Option	\$ 19.5867						(5) 04/28/2017	Common Stock 7,582
Stock Option	\$ 29.8267						(6) 05/02/2018	Common Stock 4,050
Stock Option	\$ 34.0467						(7) 04/30/2019	Common Stock 4,725
Stock Option	\$ 30.74						(8) 07/25/2019	Common Stock 1,570
Stock Option	\$ 41.74						(9) 05/07/2020	Common Stock 5,190
Stock Option	\$ 53.13						(10) 05/07/2021	Common Stock 3,740

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
KLEIN CHARLES D AMERICAN SECURITIES LLC 299 PARK AVENUE, 34TH FLOOR NEW YORK, NY 10171	X

## Signatures

/s/Kathryn E. Sena, attorney-in-fact for Mr. Klein

05/07/2015

\_\_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) Constitutes restricted stock issued under the AMETEK, Inc. 2011 Omnibus Incentive Compensation Plan.

(2) This trust is a charitable remainder trust of which the reporting person and his spouse are two of the co-trustees and of which his wife is a beneficiary. The reporting person continues to report beneficial ownership of all of the AMETEK Common Stock held by the trust but disclaims beneficial ownership except to the extent of his wife's pecuniary interest therein.

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

(4) The stock options will become exercisable in four equal annual installments beginning on April 23, 2010.

(5) The stock options will become exercisable in four equal annual installments beginning on April 29, 2011.

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

(7) The stock options will become exercisable in four equal installments beginning on May 1, 2013.

(8) The stock options will become exercisable in four equal annual installments beginning on July 26, 2013.

(9) The stock options will become exercisable in four equal annual installments beginning on May 8, 2014.

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

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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