

AMETEK INC/  
Form 4  
May 19, 2015

**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  
Number: 3235-0287  
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2005  
Estimated average  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HERMANCENCE FRANK S**

(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)  
**05/18/2015**

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	05/18/2015		M	V Amount (A) or (D) 189,700 A	\$ 14.5378 2,290,196	D	
Common Stock	05/18/2015		S	189,700 D	\$ 55.3634 (1) 2,100,496	D	
Common Stock	05/19/2015		M	12,000 A	\$ 14.5378 2,112,496	D	
Common Stock	05/19/2015		S	12,000 D	\$ 55.046 (2) 2,100,496	D	
Common Stock/serp					369,840	D	

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Common Stock 270,000 I By Wife

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

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 14.5378	05/18/2015		M	189,700	(3) 04/22/2016	Common Stock 189,700
Stock Option	\$ 14.5378	05/19/2015		M	12,000	(3) 04/22/2016	Common Stock 12,000
Stock Option	\$ 19.5867					(4) 04/28/2017	Common Stock 335,790
Stock Option	\$ 29.8267					(5) 05/02/2018	Common Stock 150,840
Stock Option	\$ 34.0467					(6) 04/30/2019	Common Stock 190,230
Stock Option	\$ 41.74					(7) 05/07/2020	Common Stock 157,310
Stock Option	\$ 53.13					(8) 05/07/2021	Common Stock 118,100
Stock Option	\$ 52.27					(9) 05/05/2022	Common Stock 165,330

## Reporting Owners

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

## Signatures

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

05/19/2015

\_\_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) The shares were sold at prices ranging from \$55.075 to \$55.525 per share. Upon request by the SEC staff, the issuer, or any security holder of the issuer, the reporting person will provide information regarding the number of shares sold at each separate price.
- (2) The shares were sold at prices ranging from \$54.99 to \$55.33. Upon the request by the SEC staff, the issuer, or any security holder of the issuer, the reporting person will provide information regarding the number of shares sold at each separate price.
- (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.
- (8) The stock options will become exercisable in four equal annual installments beginning on May 8, 2015.
- (9) 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.

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