

AMETEK INC/  
Form 4  
February 18, 2016

**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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2005  
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response... 0.5

(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)

**02/17/2016**

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|---|---|
| Common<br>Stock                       | 02/17/2016                              |   | M                                    | 38,462 A  | \$<br>14.5378  | 2,138,958   | D   |
| Common<br>Stock                       | 02/17/2016                              |   | S                                    | 24,000 D  | \$<br>46.0098  | 2,114,958   | D   |
| Common<br>Stock                       |   |   |                                      |   |  | 270,000   | I By Wife   |
| Common<br>Stock/serp                  |   |   |                                      |   |  | 378,252   | D   |

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   | 02/17/2016                           |  | M                              | 38,462  | (2) 04/22/2016   | Common Stock 38,462   |
| Stock Option                               | \$ 19.5867   |                                      |  |                                |   | (3) 04/28/2017   | Common Stock 335,790  |
| Stock Option                               | \$ 29.8267   |                                      |  |                                |   | (4) 05/02/2018   | Common Stock 150,840  |
| Stock Option                               | \$ 34.0467   |                                      |  |                                |   | (5) 04/30/2019   | Common Stock 190,230  |
| Stock Option                               | \$ 41.74   |                                      |  |                                |   | (6) 05/07/2020   | Common Stock 157,310  |
| Stock Option                               | \$ 53.13   |                                      |  |                                |   | (7) 05/07/2021   | Common Stock 118,100  |
| Stock Option                               | \$ 52.27   |                                      |  |                                |   | (8) 05/05/2022   | Common Stock 165,330  |

## Reporting Owners

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

## Signatures

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

02/18/2016

\*\*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 \$46.000 to \$46.065 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 stock options will become exercisable in four equal annual installments beginning on April 23, 2010.
- (3) The stock options will become exercisable in four equal annual installments beginning on April 29, 2011.
- (4) The stock options will become exercisable in four equal installments beginning on May 3, 2012.
- (5) The stock options will become exercisable in four equal installments beginning on May 1, 2013.
- (6) The stock options will become exercisable in four equal annual installments beginning on May 8, 2014.
- (7) The stock options will become exercisable in four equal annual installments beginning on May 8, 2015.
- (8) 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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