#### MANDOS ROBERT R

Form 4

December 05, 2012

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

3235-0287 Number:

**OMB APPROVAL** 

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

Check this box if no longer subject to Section 16. Form 4 or

Form 5 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)

1. Name and Add MANDOS RO	ress of Reporting Person * BERT R	2. Issuer Name <b>and</b> Ticker or Trading Symbol AMETEK INC/ [AME]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First) (Middle)	3. Date of Earliest Transaction	(Check an applicable)			
		(Month/Day/Year)	Director 10% Owner			
	T ROAD, P.O. BOX	12/05/2012	_X_ Officer (give title Other (specify below)			
1764			EXECUTIVE VP & CFO			
	(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
		Filed(Month/Day/Year)	Applicable Line)			
BERWYN, PA	19312-1177		_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State) (Z	<sup>Zip)</sup> Table	I - Non-De	erivative Se	ecuriti	ies Acqu	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3, 4)	sposed	of (D)	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	12/05/2012		M	21,291	A	\$ 21.6	123,632	D	
Common Stock	12/05/2012		S	21,291	D	\$ 37.6	102,341	D	
401k Plan							1	I	401k Plan
Common Stock/serp							16,545	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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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. Number of onDerivative 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	\$ 21.6	12/05/2012		M		21,291	<u>(1)</u>	04/22/2015	Common Stock	21,291
Stock Option	\$ 14.5378						(2)	04/22/2016	Common Stock	40,540
Stock Option	\$ 19.5867						(3)	04/28/2017	Common Stock	29,079
Stock Option	\$ 29.8267						<u>(4)</u>	05/02/2018	Common Stock	15,150
Stock Option	\$ 34.0467						(5)	04/30/2019	Common Stock	28,704

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MANDOS ROBERT R 1100 CASSATT ROAD P.O. BOX 1764 BERWYN, PA 19312-1177

**EXECUTIVE VP & CFO** 

### **Signatures**

/s/ Robert R. 12/05/2012 Mandos

\*\*Signature of Date
Reporting Person

## **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).

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- (1) The stock options will become exercisable in four equal installments beginning on April 23, 2009.
- (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.

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.