

VARET ELIZEBETH R  
Form 4  
December 01, 2010

**FORM 4**

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
VARET ELIZEBETH R

(Last) (First) (Middle)

AMERICAN SECURITIES GROUP  
LLC, 220 EAST 42ND STREET,  
SUITE 3105

(Street)

NEW YORK, NY 10017

(City) (State) (Zip)

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

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

11/30/2010

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)

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)			
				Code	V	Amount	(A) or (D)	Price		
Common Stock	11/30/2010		S		1,500	D	\$ 59.3228 (2)	282,657	I	By Trust (1)
Common Stock	11/30/2010		S		3,000	D	\$ 59.1503 (3)	279,657	I	By Trust (1)
Common Stock	11/30/2010		S		2,000	D	\$ 59.4015 (4)	277,657	I	By Trust (1)
Common	11/30/2010		S		3,000	D	\$ 59.59	77,505	D	

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Stock			
Common Stock	1,200	I	By Adult Child <sup>(5)</sup>
Common Stock	30,000	I	By Trust <sup>(6)</sup>
Common Stock	1,800	I	By Adult Child <sup>(7)</sup>

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.**

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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. 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. Price of Derivative Security (Instr. 5)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 21.094					<u>(8)</u>	07/21/2011	Common Stock	5,250
Stock Option	\$ 25.2867					<u>(9)</u>	04/26/2012	Common Stock	3,900
Stock Option	\$ 33.2667					<u>(10)</u>	04/25/2013	Common Stock	3,645
Stock Option	\$ 36.44					<u>(11)</u>	04/23/2014	Common Stock	4,240
Stock Option	\$ 48.6					<u>(12)</u>	04/22/2015	Common Stock	3,630
Stock Option	\$ 32.71					<u>(13)</u>	04/22/2016	Common Stock	3,920
Stock Option	\$ 44.07					<u>(14)</u>	04/28/2017	Common Stock	3,370

