VARET ELIZEBETH R

Form 4

October 04, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

January 31, 2005

0.5

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OMB APPROVAL

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).

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * VARET ELIZEBETH R			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	AMETEK INC/ [AME] 3. Date of Earliest Transaction	(Check all applicable)		
P.O. BOX 287440			(Month/Day/Year) 10/03/2017	X Director 10% Owner Officer (give title Other (specify below)		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)		

NEW YORK, NY 10128-7440

(State)

(City)	(State)	(Zip) Tabl	le I - Non-l	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y 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. Securionor Dispos (Instr. 3,	sed of		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)
Stock	10/03/2017		S	3,000	D	66.3041 (1)	114,880	D	
Common Stock							151,445	I	By Trust
Common Stock							1,950	I	By Adult Child (3)
Common Stock							67,500	I	By Trust
Common Stock							4,050	I	By Adult Child (5)

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

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SEC 1474

(9-02)

8. Price Derivat Securit (Instr. 5

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. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			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	\$ 29.8267					<u>(6)</u>	05/02/2018	Common Stock	3,050
Stock Option	\$ 34.0467					<u>(7)</u>	04/30/2019	Common Stock	4,725
Stock Option	\$ 30.74					(8)	07/25/2019	Common Stock	1,570
Stock Option	\$ 41.74					<u>(9)</u>	05/07/2020	Common Stock	5,190
Stock Option	\$ 53.13					(10)	05/07/2021	Common Stock	3,740
Stock Option	\$ 52.27					(11)	05/05/2022	Common Stock	5,160
Stock Option	\$ 46.96					(12)	05/03/2023	Common Stock	5,440

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
VARET ELIZEBETH R P.O. BOX 287440 NEW YORK, NY 10128-7440	X						

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Date

Signatures

/s/ Joy D. Atwell, attorney-in-fact for Ms. Varet 10/04/2017

**Signature of 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).
- (1) The shares were sold at prices ranging from \$66.30 to \$66.31 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) Held by trust of which the reporting person is a co-trustee or co-beneficiary.
- (3) The reporting person is a managing member of the limited liability company which holds the securities for the benefit of the reporting person's adult child. The reporting person disclaims any beneficial ownership of these securities.
- (4) These shares are held in a trust for the benefit of the reporting person's spouse. The reporting person disclaims beneficial ownership of these securities.
- (5) The reporting person has a power of attorney over the securities. The reporting person disclaims beneficial ownership of these securities.
- (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.
- (11) The stock options will become exercisable in four equal annual installments beginning on May 6, 2016.
- (12) The stock options will become exercisable in four equal annual installments beginning on May 4, 2017.

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.

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