

VARET ELIZEBETH R

Form 4

November 02, 2012

**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

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(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

P.O. BOX 287440

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/01/2012

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

NEW YORK, NY 10128-7440

(City) (State) (Zip)

**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                    | 11/01/2012                           |                                                    | S                              |                                                                   | 2,000  | D \$ 37.1635 <sup>(1)</sup> | 134,140                                                                                       | D                                                        |                                                       |
| Common Stock                    | 11/01/2012                           |                                                    | S                              |                                                                   | 1,000  | D \$ 37.16                  | 217,809                                                                                       | I                                                        | By Trust <sup>(2)</sup>                               |
| Common Stock                    |                                      |                                                    |                                |                                                                   |        |                             | 1,950                                                                                         | I                                                        | By Adult Child <sup>(3)</sup>                         |
| Common Stock                    |                                      |                                                    |                                |                                                                   |        |                             | 67,500                                                                                        | I                                                        | By Trust <sup>(4)</sup>                               |
| Common Stock                    |                                      |                                                    |                                |                                                                   |        |                             | 4,050                                                                                         | I                                                        | By Adult Child <sup>(5)</sup>                         |

# Edgar Filing: VARET ELIZEBETH R - Form 4

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.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Price<br>of<br>Derivative<br>Security<br>(Instr. 5) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|---------------------------------------------------------------------|--------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date | Title                                                               | Amount<br>or<br>Number<br>of<br>Shares                 |
| Stock<br>Option                                     | \$ 16.1955                                                         |                                         |                                                             |                                      |                                                                                                                    | <u>(6)</u>                                                     | 04/23/2014         | Common<br>Stock                                                     | 9,540                                                  |
| Stock<br>Option                                     | \$ 21.6                                                            |                                         |                                                             |                                      |                                                                                                                    | <u>(7)</u>                                                     | 04/22/2015         | Common<br>Stock                                                     | 8,167                                                  |
| Stock<br>Option                                     | \$ 14.5378                                                         |                                         |                                                             |                                      |                                                                                                                    | <u>(8)</u>                                                     | 04/22/2016         | Common<br>Stock                                                     | 8,820                                                  |
| Stock<br>Option                                     | \$ 19.5867                                                         |                                         |                                                             |                                      |                                                                                                                    | <u>(9)</u>                                                     | 04/28/2017         | Common<br>Stock                                                     | 7,582                                                  |
| Stock<br>Option                                     | \$ 29.8267                                                         |                                         |                                                             |                                      |                                                                                                                    | <u>(10)</u>                                                    | 05/02/2018         | Common<br>Stock                                                     | 4,050                                                  |
| Stock<br>Option                                     | \$ 34.0467                                                         |                                         |                                                             |                                      |                                                                                                                    | <u>(11)</u>                                                    | 04/30/2019         | Common<br>Stock                                                     | 4,725                                                  |
| Stock<br>Option                                     | \$ 30.74                                                           |                                         |                                                             |                                      |                                                                                                                    | <u>(12)</u>                                                    | 07/25/2019         | Common<br>Stock                                                     | 1,570                                                  |

## Reporting Owners

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

## Signatures

/s/Kathryn E. Sena, attorney-in-fact for Ms.  
Varet

11/02/2012

\_\_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 \$37.15 to \$37.18 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 annual installments beginning on April 24, 2008.
- (7) The stock options will become exercisable in four equal annual installments beginning on April 23, 2009.
- (8) The stock options will become exercisable in four equal annual installments beginning on April 23, 2010.
- (9) The stock options will become exercisable in four equal annual installments beginning on April 29, 2011.
- (10) The stock options will become exercisable in four equal installments beginning on May 3, 2012.
- (11) The stock options will become exercisable in four equal installments beginning on May 1, 2013.
- (12) The stock options will become exercisable in four equal annual installments beginning on July 26, 2013.

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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