ZAPICO DAVID A

Form 4

September 08, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

3235-0287

0.5

January 31, 2005

burden hours per

Estimated average

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

2. Issuer Name and Ticker or Trading

AMETEK INC/ [AME]

Symbol

1(b).

(Print or Type Responses)

ZAPICO DAVID A

1. Name and Address of Reporting Person *

09/07/2010

may continue.

See Instruction

								(Check	all applicable)		
(Last)	(First)	Middle) 3	3. Date of Earliest Transaction								
			(19/(1////11()				be	Director 10% Owner _X Officer (give title Other (specify below) PRES ELECTRONIC INSTRUMENTS			
	(Street) 4. If Amendment					l	6.	6. Individual or Joint/Group Filing(Check			
	Filed(Month/Day/Year)						Applicable Line)				
PAOLI, PA	_				X_ Form filed by One Reporting Person Form filed by More than One Reporting erson						
(City)	(State)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								y Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				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	09/07/2010			M	7,500	A	\$ 17.45	94,767	D		
Common Stock	09/07/2010			M	18,200	A	\$ 20.27	112,967	D		
Common Stock	09/07/2010			S	7,500	D	\$ 45.1606 (3)	105,467	D		
Common Stock	09/07/2010			S	18,200	D	\$ 45.0794 (4)	87,267	D		

S

5.500

D

\$ 45

81,767

D

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Common Stock						
Common Stock	09/08/2010	S	29,632 D	\$ 45.06 (5)	52,135	D
Common Stock/serp					13,101	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. Transactic Code (Instr. 8)	ransactiorDerivative Code Securities		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	\$ 17.45	09/07/2010		M		7,500	<u>(1)</u>	05/17/2011	Common Stock	7,500
Stock Option	\$ 20.27	09/07/2010		M		18,200	(2)	09/21/2011	Common Stock	18,200
Stock Option	\$ 25.2867						<u>(6)</u>	04/26/2012	Common Stock	22,815
Stock Option	\$ 33.2667						<u>(7)</u>	04/25/2013	Common Stock	22,485
Stock Option	\$ 36.44						(8)	04/23/2014	Common Stock	25,720
Stock Option	\$ 48.6						<u>(9)</u>	04/22/2015	Common Stock	24,910
Stock Option	\$ 32.71						(10)	04/22/2016	Common Stock	37,530
Stock Option	\$ 44.07						<u>(11)</u>	04/28/2017	Common Stock	21,170

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ZAPICO DAVID A 37 NORTH VALLEY ROAD BUILDING 4 PAOLI, PA 19301-0801

PRES. - ELECTRONIC INSTRUMENTS

Signatures

/s/ David A. 09/08/2010 Zapico

**Signature of
Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Date

- ** 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 stock options will become exercisable in four equal installments beginning on May 18, 2005.
- (2) The stock options will become exercisable in four equal installments beginning on September 22, 2005.
- (3) The shares were sold at prices ranging from \$45.07 to \$45.52 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.
- (4) The shares were sold at prices ranging from \$45.01 to \$45.185 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.
- (5) The shares were sold at prices ranging from \$45.00 to \$45.22 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.
- (6) The stock options will become exercisable in four equal installments beginning on April 27, 2006.
- (7) The stock options will become exercisable in four equal installments beginning on April 26, 2007.
- (8) The stock options will become exercisable in four equal installments beginning on April 24, 2008.
- (9) The stock options will become exercisable in four equal installments beginning on April 23, 2009.
- (10) The stock options will become exercisable in four equal annual installments beginning on April 23, 2010.
- (11) The stock options will become exercisable in four equal annual installments beginning on April 29, 2011.

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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