

AMETEK INC/
Form 5
January 04, 2016

FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
KLEIN CHARLES D

(Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

AMERICAN SECURITIES LLC, 299 PARK AVENUE, 34TH FLOOR

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2015

NEW YORK, NY 10171

(City) (State) (Zip)

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

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) Amount	or (D)	Price			
Common Stock	12/23/2015	^	G	10,000	A	\$ 0	17,000	I	By Trust (1)
Common Stock	12/23/2015	^	G	10,000	D	\$ 0	144,411	D	^
Common Stock	10/05/2015	^	G	1,000	D	\$ 0	144,411	D	^

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

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(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. 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. F. Der Sec (Ins
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 14.5378	Â	Â	Â	Â Â Â (2)	04/22/2016	Common Stock	8,820
Stock Option	\$ 19.5867	Â	Â	Â	Â Â Â (3)	04/28/2017	Common Stock	7,582
Stock Option	\$ 29.8267	Â	Â	Â	Â Â Â (4)	05/02/2018	Common Stock	4,050
Stock Option	\$ 34.0467	Â	Â	Â	Â Â Â (5)	04/30/2019	Common Stock	4,725
Stock Option	\$ 30.74	Â	Â	Â	Â Â Â (6)	07/25/2019	Common Stock	1,570
Stock Option	\$ 41.74	Â	Â	Â	Â Â Â (7)	05/07/2020	Common Stock	5,190
Stock Option	\$ 53.13	Â	Â	Â	Â Â Â (8)	05/07/2021	Common Stock	3,740
Stock Option	\$ 52.27	Â	Â	Â	Â Â Â (9)	05/05/2022	Common Stock	5,160

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KLEIN CHARLES D AMERICAN SECURITIES LLC 299 PARK AVENUE, 34TH FLOOR NEW YORK, NY 10171	Â X	Â	Â	Â

Signatures

/s/Kathryn E. Sena, attorney-in-fact for Mr.
Klein

01/04/2016

__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) This trust is a charitable remainder trust of which the reporting person and his spouse are two of the co-trustees and of which his wife is a beneficiary. The reporting person continues to report beneficial ownership of all of the AMETEK Common Stock held by the trust but disclaims beneficial ownership except to the extent of his wife's pecuniary interest therein.

(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.

(6) The stock options will become exercisable in four equal annual installments beginning on July 26, 2013.

(7) The stock options will become exercisable in four equal annual installments beginning on May 8, 2014.

(8) The stock options will become exercisable in four equal annual installments beginning on May 8, 2015.

(9) The stock options will become exercisable in four equal annual installments beginning on May 6, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.