

AMPHENOL CORP /DE/  
Form 4  
May 22, 2015

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Lampo Craig A

(Last) (First) (Middle)

C/O AMPHENOL CORPORATION, 358 HALL AVENUE

(Street)

WALLINGFORD, CT 06492

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
AMPHENOL CORP /DE/ [APH]

3. Date of Earliest Transaction (Month/Day/Year)  
05/21/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

VP & CONTROLLER

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

\_X\_ 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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount                            | (D) | Price |

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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount Underlying Securities |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|---|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|---|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) |                           |                 |                      |                      |
|---------------------|--|----------------------|-----------------|---|------------------|------------------|---------------------------|-----------------|----------------------|----------------------|
|                     |  |                      | Code            | V   | (A)              | (D)              | Date Exercisable          | Expiration Date | Title                | Amount Number Shares |
| Stock Option        | \$ 57.97                                 | 05/21/2015           | A               |   | 150,000          |                  | 05/21/2016 <sup>(1)</sup> | 05/21/2025      | Class A Common Stock | 150,000              |
| Stock Option        | \$ 22.975                                |                      |                 |   |                  |                  | 05/22/2009                | 05/21/2018      | Class A Common Stock | 52,000               |
| Stock Option        | \$ 16.005                                |                      |                 |   |                  |                  | 05/21/2010                | 05/20/2019      | Class A Common Stock | 104,000              |
| Stock Option        | \$ 21.495                                |                      |                 |   |                  |                  | 05/27/2011                | 05/27/2020      | Class A Common Stock | 70,000               |
| Stock Option        | \$ 26.63                                 |                      |                 |   |                  |                  | 05/24/2013                | 05/24/2022      | Class A Common Stock | 76,000               |
| Stock Option        | \$ 26.74                                 |                      |                 |   |                  |                  | 05/26/2012                | 05/26/2021      | Class A Common Stock | 66,000               |
| Stock Option        | \$ 39                                    |                      |                 |   |                  |                  | 05/23/2014                | 05/23/2023      | Class A Common Stock | 66,000               |
| Stock Option        | \$ 47.715                                |                      |                 |   |                  |                  | 05/22/2015                | 05/22/2024      | Class A Common Stock | 72,000               |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                 |       |
|---|---------------|-----------|-----------------|-------|
|   | Director      | 10% Owner | Officer         | Other |
| Lampo Craig A<br>C/O AMPHENOL CORPORATION<br>358 HALL AVENUE<br>WALLINGFORD, CT 06492 |               |           | VP & CONTROLLER |       |

## Signatures

Edward C. Wetmore, POA 05/22/2015

\_\_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) Date Exercisable: 20% per year over a five year period commencing on the first anniversary of date of grant.
- (2) Securities owned reflect 2-for-1 Stock Split effective October 9, 2014.

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.