ZAPICO DAVID A

Form 4

January 03, 2011

FORM 4

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

OMB Number: 323

Expires:

5. Relationship of Reporting Person(s) to

OMB APPROVAL

Washington, D.C. 20549

3235-0287 January 31,

2005

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per

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

2. Issuer Name and Ticker or Trading

response... 0.5

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

		Symbol AMETI	Symbol AMETEK INC/ [AME]			Is	(Check all applicable)		
(Last)	(First) (M	iddle) 3. Date of (Month/D	Earliest Tr	ransaction			Director		Owner
•		•	2/31/2010 -				Officer (give titleOther (specify below) below) PRES ELECTRONIC INSTRUMENTS		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			A	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
BERWYN,	PA 19312-1177					_	Form filed by Moerson		
(City)	(State) (Z	Zip) Tabl	e I - Non-I	Perivative	Secur	ities Acquir	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. Transactic Code (Instr. 8)	4. Securi or Dispo (Instr. 3,	sed of 4 and (A) or	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/serp	12/31/2010		<u>J(1)</u>	532	A	\$ 40.1747	20,184 (7)	D	

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)

 $78,202 \frac{(7)}{}$

D

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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)	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price Deriva Securit (Instr. :
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 22.1778					(2)	04/25/2013	Common Stock	33,727	
Stock Option	\$ 24.2933					(3)	04/23/2014	Common Stock	38,580	
Stock Option	\$ 32.4					<u>(4)</u>	04/22/2015	Common Stock	37,365	
Stock Option	\$ 21.8067					<u>(5)</u>	04/22/2016	Common Stock	56,295	
Stock Option	\$ 29.38					<u>(6)</u>	04/28/2017	Common Stock	31,755	

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
ZAPICO DAVID A 1100 CASSATT ROAD P.O. BOX 1764 BERWYN, PA 19312-1177			PRES ELECTRONIC INSTRUMENTS				

Signatures

/s/ David A.
Zapico

**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) Allocated pursuant to the AMETEK, Inc. Supplemental Executive Retirement Plan under which shares are automatically distributed on a one-for-one basis upon the participant's retirement.

Reporting Owners 2

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- (2) The stock options will become exercisable in four equal installments beginning on April 26, 2007.
- (3) The stock options will become exercisable in four equal installments beginning on April 24, 2008.
- (4) The stock options will become exercisable in four equal installments beginning on April 23, 2009.
- (5) The stock options will become exercisable in four equal annual installments beginning on April 23, 2010.
- (6) The stock options will become exercisable in four equal annual installments beginning on April 29, 2011.
- (7) All balances in the "Amount of Securities Beneficially Owned Following Reported Transactions" column reflect a 3-for-2 stock split effective December 21, 2010.

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.