

Hardin John Wesley  
 Form 4  
 February 03, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 Hardin John Wesley

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)  
 1100 CASSATT ROAD, P.O. BOX 1764

3. Date of Earliest Transaction (Month/Day/Year)  
 02/03/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 PRES. - ELECTRONIC INSTRUMENTS

(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

BERWYN, PA 19312-1177

(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  | Price  |   |
| Common Stock                    | 02/03/2012                           |  | M                              |   | 9,148   | A \$ 22.1778   | 50,456 D  |
| Common Stock                    | 02/03/2012                           |  | S                              |   | 9,148   | D \$ 48.0071   | 41,308 D  |
| Common Stock                    | 02/03/2012                           |  | M                              |   | 11,122  | A \$ 24.2933   | 52,430 D  |
| Common Stock                    | 02/03/2012                           |  | S                              |   | 11,122  | D \$ 48.0451   | 41,308 D  |
|                                 | 02/03/2012                           |  | M                              |   | 22,320  | A  | 63,628 D  |



|              |          |      |            |              |        |
|--------------|----------|------|------------|--------------|--------|
| Stock Option | \$ 44.74 | (10) | 05/02/2018 | Common Stock | 17,310 |
|--------------|----------|------|------------|--------------|--------|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                      |       |
|---|---------------|-----------|--------------------------------------|-------|
|   | Director      | 10% Owner | Officer                              | Other |
| Hardin John Wesley<br>1100 CASSATT ROAD<br>P.O. BOX 1764<br>BERWYN, PA 19312-1177 |               |           | PRES. -<br>ELECTRONIC<br>INSTRUMENTS |       |

## Signatures

/s/ John W.  
Hardin

02/03/2012

\_\_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 stock options will become exercisable in four equal installments beginning on April 26, 2007.
- (2) The shares were sold at prices ranging from \$48.00 to \$48.03 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.
- (3) The stock options will become exercisable in four equal installments beginning on April 24, 2008.
- (4) The shares were sold at prices ranging from \$48.00 to \$48.08 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 stock options will become exercisable in four equal annual installments beginning on April 23, 2010.
- (6) The shares were sold at prices ranging from \$48.00 to \$48.05 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.
- (7) The stock options will become exercisable in four equal annual installments beginning on April 29, 2011.
- (8) The shares were sold at prices ranging from \$48.00 to \$48.03 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.
- (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 installments beginning on May 3, 2012.

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.