

MALONE JAMES R
Form 4
February 17, 2011

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 *
MALONE JAMES R

(Last) (First) (Middle)

QORVAL LLC, 2210
VANDERBILT BEACH RD., STE.
1206

(Street)

NAPLES, FL 34109

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/17/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(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. 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 Ownership (Instr. 4)
Common Stock	02/17/2011		G	V <u>1,620</u> ⁽¹⁾ D \$ 0	7,275	D	
Common Stock	02/17/2011		G	V <u>1,620</u> ⁽¹⁾ A \$ 0	44,217	I	By Wife
Common Stock	02/17/2011		J ⁽²⁾	3 A \$ 0	44,220	I	By Wife

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

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(9-02)

displays a currently valid OMB control number.

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. Price of Derivative Security (Instr. 5)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Stock Option	\$ 14.0627					<u>(3)</u>	07/21/2011	Common Stock	7,875
Stock Option	\$ 16.8578					<u>(4)</u>	04/26/2012	Common Stock	5,850
Stock Option	\$ 22.1778					<u>(5)</u>	04/25/2013	Common Stock	5,467
Stock Option	\$ 24.2933					<u>(6)</u>	04/23/2014	Common Stock	6,360
Stock Option	\$ 32.4					<u>(7)</u>	04/22/2015	Common Stock	5,445
Stock Option	\$ 21.8067					<u>(8)</u>	04/22/2016	Common Stock	5,880
Stock Option	\$ 29.38					<u>(9)</u>	04/28/2017	Common Stock	5,055

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MALONE JAMES R QORVAL LLC 2210 VANDERBILT BEACH RD., STE. 1206 NAPLES, FL 34109		X		

Signatures

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

02/17/2011

__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) Represents transfer of shares to wife of reporting person.
 - (2) Represents dividend reinvestment under the Company's dividend reinvestment plan.
 - (3) The stock options will become exercisable in four equal annual installments beginning on July 22, 2005.
 - (4) The stock options will become exercisable in four equal annual installments beginning on April 27, 2006.
 - (5) The stock options will become exercisable in four equal annual installments beginning on April 26, 2007.
 - (6) The stock options will become exercisable in four equal annual installments beginning on April 24, 2008.
 - (7) The stock options will become exercisable in four equal annual installments beginning on April 23, 2009.
 - (8) The stock options will become exercisable in four equal annual installments beginning on April 23, 2010.
 - (9) 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.
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