

MALONE JAMES R  
Form 4  
December 23, 2010

**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 \*  
MALONE JAMES R

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)

3. Date of Earliest Transaction (Month/Day/Year)  
12/22/2010

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

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

(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

NAPLES, FL 34109

(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 Ownership (Instr. 4)
Common Stock	12/22/2010		G	V 40,312 (1)	D \$ 0 8,895 (10)	D	
Common Stock	12/22/2010		G	V 40,312 (1)	A \$ 0 42,562 (10)	I	By Wife
Common Stock	12/22/2010		J(2)	35	A \$ 0 42,597 (10)	I	By Wife

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

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SEC 1474  
(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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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

12/23/2010

\_\_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.
- (10) 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.