

MALONE JAMES R  
 Form 4  
 May 19, 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)  
 05/19/2011

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. 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)
			Code	V Amount or (D) Price			
Common Stock	05/19/2011		G	V <u>3,915</u> <sup>(1)</sup> D \$ 0	4,360	D	
Common Stock	05/19/2011		G	V <u>3,915</u> <sup>(1)</sup> A \$ 0	36,135	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)

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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. 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)
Stock Option	\$ 16.8578					(2) 04/26/2012	Common Stock 5,850	
Stock Option	\$ 22.1778					(3) 04/25/2013	Common Stock 5,467	
Stock Option	\$ 24.2933					(4) 04/23/2014	Common Stock 6,360	
Stock Option	\$ 32.4					(5) 04/22/2015	Common Stock 5,445	
Stock Option	\$ 21.8067					(6) 04/22/2016	Common Stock 5,880	
Stock Option	\$ 29.38					(7) 04/28/2017	Common Stock 5,055	
Stock Option	\$ 44.74					(8) 05/02/2018	Common Stock 2,700	

## 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

05/19/2011

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) The stock options will become exercisable in four equal annual installments beginning on April 27, 2006.
- (3) The stock options will become exercisable in four equal annual installments beginning on April 26, 2007.
- (4) The stock options will become exercisable in four equal annual installments beginning on April 24, 2008.
- (5) The stock options will become exercisable in four equal annual installments beginning on April 23, 2009.
- (6) The stock options will become exercisable in four equal annual installments beginning on April 23, 2010.
- (7) The stock options will become exercisable in four equal annual installments beginning on April 29, 2011.
- (8) 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.

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