

HERMANCE FRANK S
Form 4
November 12, 2010

FORM 4

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

OMB APPROVAL

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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 *
HERMANCE FRANK S

(Last) (First) (Middle)

1100 CASSATT ROAD, P.O. BOX 1764

(Street)

BERWYN, PA 19312-1177

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
11/10/2010

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)
CHAIRMAN OF THE BOARD & CEO

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/10/2010		M	46,500 A	\$ 17.5 979,190	D	
Common Stock	11/10/2010		S	46,500 D	\$ 56.3923 932,690 (2)	D	
Common Stock	11/11/2010		M	1,000 A	\$ 17.45 933,690	D	
Common Stock	11/11/2010		S	1,000 D	\$ 55.1834 932,690 (3)	D	
					120,000	I	By Wife

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Common Stock			
Common Stock	52,218	I	By GRAT
Common Stock/serp	139,496	D	

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

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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)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 17.45	11/10/2010		M		46,500	<u>(1)</u>	05/17/2011	Common Stock	46,500
Stock Option	\$ 17.45	11/11/2010		M		1,000	<u>(1)</u>	05/17/2011	Common Stock	1,000
Stock Option	\$ 20.27						<u>(4)</u>	09/21/2011	Common Stock	84,127
Stock Option	\$ 25.2867						<u>(5)</u>	04/26/2012	Common Stock	130,575
Stock Option	\$ 33.2667						<u>(6)</u>	04/25/2013	Common Stock	126,615
Stock Option	\$ 36.44						<u>(7)</u>	04/23/2014	Common Stock	127,550
Stock Option	\$ 48.6						<u>(8)</u>	04/22/2015	Common Stock	129,490
Stock Option	\$ 32.71						<u>(9)</u>	04/22/2016	Common Stock	200,650
Stock Option	\$ 44.07						<u>(10)</u>	04/28/2017	Common Stock	149,240

