

GORDON SHELDON S
Form 5
January 05, 2011

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
Number: 3235-0362
Expires: January 31,
2005
Estimated average
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1. Name and Address of Reporting Person *
GORDON SHELDON S

(Last) (First) (Middle)

RHONE GROUP, 630 5TH
AVENUE, 27TH FLOOR

(Street)

NEW YORK, NY 10111

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2010

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)

6. Individual or Joint/Group Reporting

(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) (A) or Amount (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/01/2010	Â	G	950 ⁽⁹⁾ D \$ 0	192,532 ⁽⁸⁾ D	Â	

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

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contained in this form are not required to respond unless
the form displays a currently valid OMB control number.**

SEC 2270
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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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. F
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 14.0627	Â	Â	Â	Â Â Â <u>(1)</u>	07/21/2011	Common Stock	7,875
Stock Option	\$ 16.8578	Â	Â	Â	Â Â Â <u>(2)</u>	04/26/2012	Common Stock	5,850
Stock Option	\$ 22.1778	Â	Â	Â	Â Â Â <u>(3)</u>	04/25/2013	Common Stock	5,467
Stock Option	\$ 24.2933	Â	Â	Â	Â Â Â <u>(4)</u>	04/23/2014	Common Stock	6,360
Stock Option	\$ 32.4	Â	Â	Â	Â Â Â <u>(5)</u>	04/22/2015	Common Stock	5,445
Stock Option	\$ 21.8067	Â	Â	Â	Â Â Â <u>(6)</u>	04/22/2016	Common Stock	5,880
Stock Option	\$ 29.38	Â	Â	Â	Â Â Â <u>(7)</u>	04/28/2017	Common Stock	5,055

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GORDON SHELDON S RHONE GROUP 630 5TH AVENUE, 27TH FLOOR NEW YORK, NY 10111	Â X	Â	Â	Â

Signatures

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

01/05/2011

__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) The stock options will become exercisable in four equal annual installments beginning on July 22, 2005.
- (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) All balances in the "Amount of Securities Beneficially Owned Following Reported Transactions" column reflect a 3-for-2 stock split effective December 21, 2010.
- (9) This amount does not reflect the 3-for-2 stock split effective December 21, 2010 because the transaction occurred prior to that date.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.