

AMETEK INC/  
Form 8-K  
May 05, 2016

---

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

May 4, 2016

AMETEK, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction  
of incorporation)

1-12981

(Commission  
File Number)

14-1682544

(I.R.S. Employer  
Identification No.)

1100 Cassatt Road, Berwyn, Pennsylvania

(Address of principal executive offices)

19312

(Zip Code)

Registrant's telephone number, including area code:

610-647-2121

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**Top of the Form****Item 5.07 Submission of Matters to a Vote of Security Holders**

The Annual Meeting of Stockholders of AMETEK, Inc. (the Company) was held on May 4, 2016. The following matters were voted on at the Annual Meeting and received the number of votes indicated:

- 1) Election of Directors. The following nominees were elected to the Board of Directors for a term expiring in 2019:

<b>Nominee</b>	<b>Votes For</b>	<b>Votes Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
Ruby R. Chandy	195,536,264	1,498,629	403,400	14,243,291
Steven W. Kohlhausen	195,512,119	1,532,837	393,337	14,243,291

Of the remaining six Board members, Anthony J. Conti, Frank S. Hermance and Gretchen W. McClain terms expire in 2017 and James R. Malone, Elizabeth R. Varet and Dennis K. Williams terms expire in 2018.

- 2) Approval of the Material Terms of the Performance Goals in the Company's 2011 Omnibus Incentive Compensation Plan. The Stockholders approved the material terms of the performance goals included in the Company's 2011 Omnibus Incentive Compensation Plan applicable to performance-based awards. Stockholders approved the plan in 2011, but this re-approval was necessary for continued compliance with the qualified performance-based compensation exception under Section 162(m) of the Internal Revenue Code. The result of the vote was as follows:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
191,969,663	5,036,215	432,415	14,243,291

- 3) Advisory Approval of the Company's Executive Compensation. The Stockholders approved, on an advisory (non-binding) basis, the compensation of certain executive officers. The result of the vote was as follows:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
192,289,004	4,384,971	764,318	14,243,291

- 4) Ratification of Appointment of Independent Registered Public Accounting Firm. The Stockholders ratified the appointment of Ernst & Young LLP as independent registered public accounting firm for the Company for the year ending December 31, 2016. The result of the vote was as follows:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstain</b>
209,594,401	1,810,871	276,312

---

**Top of the Form**

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMETEK, Inc.

*May 5, 2016*

By: */s/ William J. Burke*

---

*Name: William J. Burke*

*Title: Senior Vice President - Comptroller & Treasurer*