

MALONE JAMES R
 Form 4
 February 22, 2011

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

 (Last) (First) (Middle)
 QORVAL LLC, 2210
 VANDERBILT BEACH RD., STE.
 1206

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/22/2011

5. Relationship of Reporting Person(s) to Issuer

 (Check all applicable)

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

(Street)
 NAPLES, FL 34109

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

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 Ownership (Instr. 4)				
				Code	V	Amount	(A) or (D)	Price			
Common Stock	02/22/2011		S			7,000	D	\$ 42.3507 (1)	37,220	I	By Wife
Common Stock									7,275	D	

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	\$ 14.0627					(2) 07/21/2011	Common Stock 7,875	
Stock Option	\$ 16.8578					(3) 04/26/2012	Common Stock 5,850	
Stock Option	\$ 22.1778					(4) 04/25/2013	Common Stock 5,467	
Stock Option	\$ 24.2933					(5) 04/23/2014	Common Stock 6,360	
Stock Option	\$ 32.4					(6) 04/22/2015	Common Stock 5,445	
Stock Option	\$ 21.8067					(7) 04/22/2016	Common Stock 5,880	
Stock Option	\$ 29.38					(8) 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

02/22/2011

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 shares were sold at prices ranging from \$42.22 to \$42.50 per share. Upon request by the SEC staff, the issuer or any security holder of the issuer, the reporting person will provide information regarding the number of shares sold at each separate price.
- (2) The stock options will become exercisable in four equal annual installments beginning on July 22, 2005.
- (3) The stock options will become exercisable in four equal annual installments beginning on April 27, 2006.
- (4) The stock options will become exercisable in four equal annual installments beginning on April 26, 2007.
- (5) The stock options will become exercisable in four equal annual installments beginning on April 24, 2008.
- (6) The stock options will become exercisable in four equal annual installments beginning on April 23, 2009.
- (7) The stock options will become exercisable in four equal annual installments beginning on April 23, 2010.
- (8) The stock options will become exercisable in four equal annual installments beginning on April 29, 2011.

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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