

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code). ► Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089
		2012
		This Form is Open to Public Inspection

Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☒
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information
1a Name of plan <u>PENSION PLAN FOR SHOP EMPLOYEES OF U.S. GAUGE DIVISION OF AMETEK, INC.</u>	1b Three-digit plan number (PN) ► <u>003</u> 1c Effective date of plan <u>04/01/1959</u>
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>AMETEK, INC.</u> <u>1100 CASSATT ROAD</u> <u>P.O. BOX 1764</u> <u>BERWYN, PA 19312</u>	2b Employer Identification Number (EIN) <u>14-1682544</u> 2c Sponsor's telephone number <u>610-647-2121</u> 2d Business code (see instructions) <u>339900</u>

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/08/2013</u>	<u>HENRY J. POLICARE</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>10/08/2013</u>	<u>HENRY J. POLICARE</u>
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)			Preparer's telephone number (optional)

3a Plan administrator's name and address ☒ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address		3b Administrator's EIN
		3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		4b EIN 4c PN
5 Total number of participants at the beginning of the plan year		5 789
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a 0	
b Retired or separated participants receiving benefits.....	6b 466	
c Other retired or separated participants entitled to future benefits.....	6c 184	
d Subtotal. Add lines 6a , 6b , and 6c	6d 650	
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e 113	
f Total. Add lines 6d and 6e	6f 763	
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h 0	
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1B 1G 3H		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>PENSION PLAN FOR SHOP EMPLOYEES OF U.S. GAUGE DIVISION OF AMETEK, INC.</u>	B Three-digit plan number (PN) ▶ <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>AMETEK, INC.</u>	D Employer Identification Number (EIN) <u>14-1682544</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2012</u>	
2 Assets:	
a Market value	2a <u>47195711</u>
b Actuarial value	2b <u>48035673</u>
3 Funding target/participant count breakdown:	
a For retired participants and beneficiaries receiving payment.....	3a <u>590</u> <u>31212328</u>
b For terminated vested participants.....	3b <u>196</u> <u>7548639</u>
c For active participants:	
(1) Non-vested benefits.....	3c(1) <u>9912</u>
(2) Vested benefits.....	3c(2) <u>198332</u>
(3) Total active	3c(3) <u>3</u> <u>208244</u>
d Total	3d <u>789</u> <u>38969211</u>
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)	☐
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b
5 Effective interest rate	5 <u>6.81</u> %
6 Target normal cost.....	6 <u>156319</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	
Signature of actuary	<u>10/02/2013</u> Date
<u>MATHIEU LUSSIER, F.S.A., E.A.</u> Type or print name of actuary	<u>11-04831</u> Most recent enrollment number
<u>TOWERS WATSON DELAWARE, INC.</u> Firm name	<u>215-246-7391</u> Telephone number (including area code)
<u>CENTRE SQUARE EAST, 1500 MARKET ST. PHILADELPHIA, PA 19102</u> Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

Part II Beginning of Year Carryover Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	5358654	5176405
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	216804	0
9 Amount remaining (line 7 minus line 8)	5141850	5176405
10 Interest on line 9 using prior year's actual return of <u>0.24</u> %	12340	12423
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
b Interest on (a) using prior year's effective interest rate of <u>5.63</u> % except as otherwise provided (see instructions)		0
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections		
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	5154190	5188828

Part III Funding Percentages		
14 Funding target attainment percentage	14	96.72 %
15 Adjusted funding target attainment percentage	15	123.26 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	94.21 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
Totals ►			18(b)	0	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	0
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No		
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No		
c If line 20a is "Yes," see instructions and complete the following table as applicable:		
Liquidity shortfall as of end of quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd
0		0
(4) 4th		0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 5.54%	2nd segment: 6.85%	3rd segment: 7.52 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 0
22 Weighted average retirement age				22 64
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	156319	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	0	0	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	156319	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	156319	0	156319
36 Additional cash requirement (line 34 minus line 35)	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2012
		This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan PENSION PLAN FOR SHOP EMPLOYEES OF U.S. GAUGE DIVISION OF AMETEK, INC.	B Three-digit plan number (PN) ▶ 003
C Plan sponsor's name as shown on line 2a of Form 5500 AMETEK, INC.	D Employer Identification Number (EIN) 14-1682544

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

- a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No
- b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
BANK OF NEW YORK MELLON

13-5160382

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

FRANK M. VACCARO AND ASSOCIATES

23-2148108

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
13 50	NONE	29483	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

TOWERS WATSON PENNSYLVANIA, INC.

23-1159360

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 17 50	NONE	77261	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

THE MCKEOGH COMPANY

23-3003375

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
17 50	NONE	23692	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

COVINGTON AND BURLING LLP

53-0188411

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29 50	NONE	18850	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

ERNST AND YOUNG

34-6565596

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 50	NONE	19692	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III **Termination Information on Accountants and Enrolled Actuaries (see instructions)**
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>PENSION PLAN FOR SHOP EMPLOYEES OF U.S. GAUGE DIVISION OF AMETEK, INC.</u>	B Three-digit plan number (PN)	<u>003</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>AMETEK, INC.</u>	D Employer Identification Number (EIN) <u>14-1682544</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
---------------	--

a Name of MTIA, CCT, PSA, or 103-12 IE: <u>EMPLOYEES' MASTER RETIREMENT TRUST</u>		
b Name of sponsor of entity listed in (a): <u>AMETEK, INC.</u>		
c EIN-PN <u>14-1682544-060</u>	d Entity code <u>M</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>49527148</u>
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 <div style="border: 1px solid black; padding: 5px; font-size: 1.2em; font-weight: bold;">2012</div> This Form is Open to Public Inspection
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>		
A Name of plan <u>PENSION PLAN FOR SHOP EMPLOYEES OF U.S. GAUGE DIVISION OF AMETEK, INC.</u>	B Three-digit plan number (PN) ►	<div style="border: 1px solid black; padding: 2px; font-weight: bold;">003</div>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>AMETEK, INC.</u>	D Employer Identification Number (EIN) <u>14-1682544</u>	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.				
	Assets			
a	Total noninterest-bearing cash	1a		
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions	1b(1)		
	(2) Participant contributions	1b(2)		
	(3) Other.....	1b(3)		
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
	(2) U.S. Government securities.....	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other.....	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common	1c(4)(B)		
	(5) Partnership/joint venture interests	1c(5)		
	(6) Real estate (other than employer real property)	1c(6)		
	(7) Loans (other than to participants)	1c(7)		
	(8) Participant loans	1c(8)		
	(9) Value of interest in common/collective trusts.....	1c(9)		
	(10) Value of interest in pooled separate accounts.....	1c(10)		
	(11) Value of interest in master trust investment accounts	1c(11)	47195711	49527148
	(12) Value of interest in 103-12 investment entities	1c(12)		
	(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)		
	(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
	(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	47195711	49527148

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	47195711	49527148
---	-----------	----------	----------

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		0
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		6473164
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		6473164

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3944456	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		3944456
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)	139718	
(2) Contract administrator fees	2i(2)	29483	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	28070	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		197271
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		4141727

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		2331437
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: ERNST AND YOUNG

(2) EIN: 34-6565596

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		10000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	X		2135427
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....		X	
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
 If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ Yes ☒ No Amount:

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

	5b(2) EIN(s)	5b(3) PN(s)

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection.
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan <u>PENSION PLAN FOR SHOP EMPLOYEES OF U.S. GAUGE DIVISION OF AMETEK, INC.</u>	B Three-digit plan number (PN) ▶ <u>003</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>AMETEK, INC.</u>	D Employer Identification Number (EIN) <u>14-1682544</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>13-5160382</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	<u>0</u>

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
----------------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☒ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☒ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☒ No
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Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

FINANCIAL STATEMENTS

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Years Ended December 31, 2012 and 2011
With Report of Independent Auditors

Ernst & Young LLP



AMETEK, Inc.
Selected Defined Benefit Pension Plans
Index of Financial Statements
December 31, 2012 and 2011

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Financial Statements:	
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Statements of Changes in Net Assets Available for Benefits for the Years Ended December 31, 2012 and 2011	5
Statements of Accumulated Plan Benefits at December 31, 2011	7
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Report of Independent Auditors

Pension Investment Committee
Selected Defined Benefit Pension Plans

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of each of the AMETEK, Inc. Selected Defined Benefit Pension Plans, which comprise the statements of net assets available for benefits, listed on pages 3 and 4, as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits, listed on pages 5 and 6, for the years then ended, and the statements of accumulated plan benefits, listed on page 7, as of December 31, 2011, and the related statements of changes in accumulated plan benefits, listed on page 8, for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in conformity with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the certified investment information described in Note 4, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the entity that certified the investment information meets

the requirements of 29 CFR 2520.103-8. The plan administrator has obtained certifications as of and for the years ended December 31, 2012 and 2011, stating that the investment information provided to the plan administrator is complete and accurate.

Disclaimer of Opinion on Financial Statements

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Report on Compliance of Form and Content With Department of Labor's Rules and Regulations

The form and content of the information included in the financial statements, other than that derived from the certified investment information, have been audited by us in accordance with auditing standards generally accepted in the United States and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Ernst & Young LLP

October 4, 2013

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Statements of Net Assets Available for Benefits
At December 31, 2012

	001	003	012	032	043
		U.S. Gauge	Chemical	Chemical	Aerospace -
	Retirement (a)	Sellersville (b)	Products	Products	Union (e)
		(Wapakoneta) (c)	(Nesquehoning) (d)		
Assets:					
Plan interest in AMETEK, Inc. Employees'					
Master Retirement Trust, at fair value (Note 4)	\$368,089,197	\$49,527,148	\$7,768,952	\$6,364,665	\$43,041,051
Employer contributions receivable	-	-	-	-	-
Net assets available for benefits	\$368,089,197	\$49,527,148	\$7,768,952	\$6,364,665	\$43,041,051

(a) Employees' Retirement Plan of AMETEK, Inc. ("Retirement"), see Note 2.

(b) Pension Plan for Shop Employees of U.S. Gauge Division of AMETEK, Inc. ("U.S. Gauge Sellersville")

(c) Chemical Products (Wapakoneta, Ohio Plant) Division of AMETEK, Inc. Hourly Employees' Pension Plan ("Chemical Products (Wapakoneta)")

(d) Chemical Products (Nesquehoning, Pennsylvania Plant) Division of AMETEK, Inc. Hourly Employees' Pension Plan ("Chemical Products (Nesquehoning)")

(e) AMETEK, Inc. Aerospace Division Pension Plan for Union Represented Employees ("Aerospace - Union")

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Statements of Net Assets Available for Benefits
At December 31, 2011

	001	003	012	032	043
	Retirement	U.S. Gauge Sellersville	Chemical Products (Wapakoneta)	Chemical Products (Nesquehoning)	Aerospace - Union
Assets:					
Plan interest in AMETEK, Inc. Employees' Master Retirement Trust, at fair value (Note 4)	\$340,508,985	\$47,195,711	\$6,975,294	\$5,766,353	\$39,619,925
Employer contributions receivable	-	-	-	-	-
Net assets available for benefits	<u>\$340,508,985</u>	<u>\$47,195,711</u>	<u>\$6,975,294</u>	<u>\$5,766,353</u>	<u>\$39,619,925</u>

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Statements of Changes in Net Assets Available for Benefits
For the Year Ended December 31, 2012

	001	003	012	032	043
	Retirement	U.S. Gauge Sellersville	Chemical Products (Wapakoneta)	Chemical Products (Nesquehoning)	Aerospace - Union
Additions:					
Increase in value of plan interest in net assets of AMETEK, Inc. Employees' Master Retirement Trust	\$49,543,361	\$6,761,954	\$1,031,421	\$849,710	\$5,780,130
Employer contributions	10,000	-	-	-	-
Total additions	49,553,361	6,761,954	1,031,421	849,710	5,780,130
Deductions:					
Retirement and death benefits paid	18,913,373	3,944,456	159,392	174,323	1,997,660
Administrative expenses	3,059,776	486,061	78,371	77,075	361,344
Total deductions	21,973,149	4,430,517	237,763	251,398	2,359,004
Net increase in net assets	27,580,212	2,331,437	793,658	598,312	3,421,126
Net assets available for benefits at beginning of year	340,508,985	47,195,711	6,975,294	5,766,353	39,619,925
Net assets available for benefits at end of year	\$368,089,197	\$49,527,148	\$7,768,952	\$6,364,665	\$43,041,051

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Statements of Changes in Net Assets Available for Benefits
For the Year Ended December 31, 2011

	001	003	012	032	043
	Retirement	U.S. Gauge Sellersville	Chemical Products (Wapakoneta)	Chemical Products (Nesquehoning)	Aerospace - Union
Additions:					
Increase in value of plan interest in net assets					
of AMETEK, Inc. Employees' Master Retirement Trust	\$2,227,974	\$342,409	\$41,030	\$34,807	\$254,981
Employer contributions	5,000	-	-	-	-
Total additions	<u>2,232,974</u>	<u>342,409</u>	<u>41,030</u>	<u>34,807</u>	<u>254,981</u>
Deductions:					
Retirement and death benefits paid	17,731,872	3,901,594	150,302	155,840	1,864,696
Administrative expenses	2,487,774	364,380	69,041	64,629	286,079
Total deductions	<u>20,219,646</u>	<u>4,265,974</u>	<u>219,343</u>	<u>220,469</u>	<u>2,150,775</u>
Net decrease in net assets	(17,986,672)	(3,923,565)	(178,313)	(185,662)	(1,895,794)
Net assets available for benefits at beginning of year	<u>358,495,657</u>	<u>51,119,276</u>	<u>7,153,607</u>	<u>5,952,015</u>	<u>41,515,719</u>
Net assets available for benefits at end of year	<u>\$340,508,985</u>	<u>\$47,195,711</u>	<u>\$6,975,294</u>	<u>\$5,766,353</u>	<u>\$39,619,925</u>

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Statements of Accumulated Plan Benefits
At December 31, 2011

	001	003	012	032	043
	Retirement	U.S. Gauge Sellersville	Chemical Products (Wapakoneta)	Chemical Products (Nesquehoning)	Aerospace - Union
Vested benefits:					
Participants and beneficiaries currently receiving payments	\$141,328,456	\$27,202,715	\$1,272,945	\$1,119,610	\$13,788,475
Other participants	88,365,828	6,545,855	2,900,439	2,487,899	11,456,133
Total vested benefits	229,694,284	33,748,570	4,173,384	3,607,509	25,244,608
Nonvested benefits	3,990,243	844,634	393,964	269,855	2,180,671
Actuarial present value of accumulated plan benefits at end of year	\$233,684,527	\$34,593,204	\$4,567,348	\$3,877,364	\$27,425,279

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Statements of Changes in Accumulated Plan Benefits
For the Year Ended December 31, 2011

	001	003	012	032	043
	Retirement	U.S. Gauge Sellersville	Chemical Products (Wapakoneta)	Chemical Products (Nesquehoning)	Aerospace - Union
Additions (deductions):					
Additional benefits accumulated	\$3,092,185	\$409,527	\$129,886	\$135,527	\$22,900
Interest due to decrease in the discount period	17,527,055	2,650,568	328,768	278,423	2,077,245
Benefits paid	(17,731,872)	(3,901,594)	(150,302)	(155,840)	(1,864,696)
Change in actuarial assumptions	3,013,613	389,336	75,689	62,550	309,855
Net increase (decrease) in the actuarial present value of accumulated plan benefits	5,900,981	(452,163)	384,041	320,660	545,304
Actuarial present value of accumulated plan benefits at beginning of year	227,783,546	35,045,367	4,183,307	3,556,704	26,879,975
Actuarial present value of accumulated plan benefits at end of year	\$233,684,527	\$34,593,204	\$4,567,348	\$3,877,364	\$27,425,279

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

1. Summary of Significant Accounting Policies

Allocation of the Master Retirement Trust

At December 31, 2012 and 2011, the assets of the AMETEK, Inc. ("AMETEK", "Plan Sponsor" or the "Company") Pension Plans (the "Plans") were held by The Bank of New York Mellon Corporation ("Trustee") as trustee of the AMETEK, Inc. Employees' Master Retirement Trust ("Trust").

Assets attributable to the individual plans participating in the Trust are equitable shares, which are based on each Plan's proportionate share of total net assets of the Trust as of the end of each month, excluding unpaid contributions. Contributions received, benefits paid and shared and direct administrative expenses are accounted for as direct cash flows designated to the individual plans during the period. The Trustee allocates earned income, realized gains and losses and unrealized gains and losses to individual plans based on each Plan's pro rata share of the fair value of the Trust's net assets at the end of the period.

Investment valuation and Income Recognition

The Plans' investments are stated at fair value. See Note 4 for further discussion and disclosures related to fair value measurements.

Portfolio managers of the Trust may enter into certain types of futures and option contracts in order to enhance liquidity or protect the total return of the Trust's portfolio from market volatility. Realized and unrealized gains and losses from these contracts are included in investment income.

Purchases and sales of securities are reflected on the trade dates. Gains and losses on sales of securities are based on the average cost of securities. Dividend income is recorded on the ex-dividend date. Income from other investments is recorded as earned.

Actuarial cost methods

The actuarial cost methods utilized by consulting actuaries are as prescribed by Employee Retirement Income Security Act of 1974 ("ERISA") and the Internal Revenue Code ("IRC"), as amended by the Pension Protection Act of 2006, and regulatory guidance from the U.S. Treasury and the Internal Revenue Service ("IRS").

Actuarial plan benefits valuation

Accumulated plan benefits represent the actuarial present value of estimated future periodic payments, including lump-sum distributions that are attributable under the Plans' provisions to services rendered by the employees to the valuation date. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. Benefits payable under all circumstances—retirement, death, disability, and termination of employment—are included, to the extent they are deemed attributable to employee services rendered to the valuation date.

Administrative expenses

Administrative expenses of all Plans are paid by the Trust and are charged to the respective Plans.

Payments of benefits

Benefits are recorded when paid.

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

1. Summary of Significant Accounting Policies (continued)

Basis of presentation

The accompanying financial statements have been prepared on the accrual basis of accounting.

Use of estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles (“GAAP”) requires management to make estimates and assumptions that affect amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates and assumptions.

Risks and uncertainties

The Trust invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market volatility and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that those changes could materially affect the amounts reported in the statements of net assets available for benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption processes, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amounts reported and disclosed in the financial statements.

Subsequent Events

Management evaluated subsequent events for the Plans through October 4th, 2013, the date the financial statements were issued.

2. Description of the Plans

Contributions, benefits and eligibility

All of the Plans are noncontributory defined benefit pension plans covering employees of AMETEK who meet certain age and service requirements. The Plans comply with applicable laws and regulations. For a more detailed description of the Plans participating in the Trust, the pension plan documents should be referred to for each of the Plans listed on page 2.

AMETEK’s contributions, which are determined annually on an actuarial basis, along with net appreciation (depreciation) in the fair value of the investments, are designed to sufficiently fund the benefits to be paid to the Plans’ participants. The contributions of AMETEK are calculated using the assumptions and methods prescribed by ERISA and the IRC, as amended by the Pension Protection Act of 2006, and applicable regulations. Generally, the minimum required contribution is the plan’s target normal cost (the value of benefits to be earned during the year) and seven-year amortization of any funding shortfall (the excess of the funding target over assets). The Plans have met the ERISA minimum funding requirements.

Although it has not expressed an intention to do so, the Company reserves the right under the Plans to discontinue its contributions at any time and to terminate the Plans subject to the provisions of ERISA. Upon termination, the net assets of the Plans will be allocated for payment to the participants in an order of priority as prescribed by ERISA and its related regulations and the plan documents.

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

2. Description of the Plans (continued)

Contributions, benefits and eligibility (continued)

Should the Plans terminate at some future time, their assets generally will not be available on a pro rata basis to provide participants' benefits. Whether a particular participant's accumulated plan benefits will be paid depends on both the priority of those benefits and the level of benefits guaranteed by the Pension Benefit Guaranty Corporation ("PBGC") at that time. Some benefits may be fully or partially provided for by the then-existing assets and the PBGC guarantee, while other benefits may not be provided for at all.

The actuarial present value of accumulated plan benefits under the Plans was calculated by the consulting actuaries, based on the latest available data as of December 31, 2011. The actuarial present value of accumulated plan benefits is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits earned by participants to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as death, disability, withdrawal or retirement) between the valuation date and the expected date of payment.

Participation in the Employees' Retirement Plan ("Retirement") is limited to (1) Retirement employees at participating divisions who joined AMETEK prior to January 1, 1997, (2) employees at divisions that formerly participated in the AMETEK, Inc. Hourly Employees' Pension Plan, and (3) employees at the Specialty Metal Products division who joined AMETEK prior to January 1, 1997. All Retirement employees joining AMETEK on or subsequent to January 1, 1997 are eligible to participate in a retirement feature offered within other defined contribution plans sponsored by AMETEK.

The Company discontinued operations at the U. S. Gauge facility in Sellersville, Pennsylvania on March 30, 2012. All active U. S. Gauge plan participants in the Sellersville facility were vested prior to December of 2011, when active participation in the Pension Plan for Shop Employees of U. S. Gauge Division of AMETEK, Inc. declined by more than 20%.

While participation in the Retirement plan is closed to Retirement employees hired or rehired on or after January 1, 1997 as described above, hourly employees at participating divisions will participate in the Retirement plan once they meet the former Hourly Employees' Pension Plan related eligibility requirements.

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

2. Description of the Plans (continued)

Significant actuarial assumptions at December 31, 2011

Assumed rate of return on investments

The assumed rate of return on investments is 8.00% at December 31, 2011 and 2010 compounded annually, net of investment expenses.

Funding interest rate

Liabilities are calculated using the segment rates as prescribed in IRC Section 430(h)(2). The segment rates are equivalent to the following effective interest rates, net of investment expenses:

<u>Plan</u>	<u>Effective interest rate</u>
Retirement	6.96%
U.S. Gauge Sellersville	6.81%
Chemical Products (Wapakoneta)	7.09%
Chemical Products (Nesquehoning)	7.10%
Aerospace – Union	6.95%

Mortality basis

Mortality is based on a variation of the RP-2000 Mortality Table with separate rates for annuitants and non-annuitants.

Retirement

Retirement under the various Plans is assumed to take place based on retirement rates which generally result in assumed retirement at ages ranging from 62 to 65.

Actuarial Assumptions

These actuarial assumptions are based on the presumption that the Plans will continue. Were the Plans to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

2. Description of the Plans (continued)

Employee Retirement Benefits

Plan	Amount per Month per Year of Credited Service	Years of Service Limitation
Retirement	<p>a) <i>For Retirement Plan participants other than former Haveg Retirement Plan, Microfoam Retirement Plan, Plymouth Products, Aerospace Non-union Plan, Drexelbrook Engineering Pension Plan, Cameca Instruments Pension Plan, Lamb- Kent Pension Plan, Specialty Metal Products Pension Plan and the Hourly Pension Plan participants:</i> Benefits equal the sum of 102% of: one-twelfth of 32% of final average annual compensation up to covered compensation plus one-twelfth of 40% of final average annual compensation above covered compensation. Effective for retirements or terminations occurring on or after January 1, 1990, there is an additional pension benefit equal to one-twelfth of 1/2% of final average annual compensation multiplied by the projected number of years of service at age 65, in excess of 15 years (but not in excess of 25 years). Benefit calculated above is multiplied by the ratio of service at retirement or termination to service at normal retirement. Retirement benefit is reduced if credited service at normal retirement is less than 15 years.</p> <p>b) <i>For participants of the former Haveg Retirement Plan (merged into Retirement Plan on August 1, 1991):</i> Benefit equal to the sum of 1.15% of average monthly earnings for the plan year up to "covered compensation" plus 1.35% of average monthly earnings in excess of covered compensation for each year of credited service not in excess of 35, plus 1.35% of average monthly earnings for each year of credited service in excess of 35 years.</p> <p>c) <i>For participants of the former Microfoam Retirement Plan (merged into Retirement Plan on July 1, 1992):</i> Benefit equal to the greater of (a) 1.2% of average monthly pay multiplied by credited service, or (b) the sum of 1.08% of average monthly pay plus 0.35% of average monthly pay above "covered compensation" multiplied by credited service, not in excess of 35 years; plus 1.35% of average monthly pay for each year of credited service in excess of 35 years.</p> <p>d) <i>For Covered Employees of the former Plymouth Products Division of AMETEK, Inc.:</i> Same as section a) above, except that average annual compensation is determined by treating compensation earned with Culligan and its successors after July 31, 1997 as though it were earned with AMETEK. The amount that will be recognized is limited to 1996 compensation, increased by 5% per year, compounded annually. Credited service with Culligan and its successors after July 31, 1997 shall be included for vesting and certain benefit eligibility purposes, but not for benefit determination.</p>	<p>None</p> <p>None</p> <p>None</p> <p>None</p>

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

2. Description of the Plans (continued)

Employee Retirement Benefits (continued)

Plan	Amount per Month per Year of Credited Service	Years of Service Limitation
Retirement	<p>e) <i>For participants of the former Aerospace Non-union Plan (merged with the Retirement Plan on December 31, 1999):</i> Amount equal to sum of one-twelfth of (a) and (b), where (a) is equal to 32.5% of average annual compensation not in excess of covered compensation, plus 40% of average annual compensation in excess of covered compensation, with such sum multiplied where service is less than 15 years at normal retirement by ratio that years of service bears to 15 (never more than one), and (b) is equal to 0.5% of average annual compensation multiplied by years of service at normal retirement date which are in excess of 15 years, but not in excess of 25 years. Benefit calculated above is multiplied by the ratio of service at retirement or termination to service at normal retirement.</p> <p>f) <i>For participants of the former Drexelbrook Engineering Pension Plan (merged with the Retirement Plan on January 1, 2005):</i> The sum of (a) the accrued benefit determined under the prior plan up to April 30, 1989, plus (b) 0.75% of average compensation up to covered compensation plus 1.5% of average compensation in excess of social security covered compensation for each year of service from May 1, 1989 (maximum 10 years). Effective December 31, 1999, accruals for Drexelbrook participants were frozen. No further benefits will accrue but vesting will continue.</p> <p>g) <i>For participants of the former CAMECA Instruments, Inc. Defined Benefit Plan (merged with the Retirement Plan on December 31, 2007):</i> 35% of average compensation, reduced proportionately for service less than 25 years. Service prior to January 1, 1983 is excluded.</p> <p>h) <i>For participants of the former Lamb – Kent Pension Plan (merged with the Retirement Plan on January 1, 2010):</i> <i>For employees whose employment commencement date was prior to September 15, 1987:</i> \$19.00 times credited service for terminations on or after September 15, 2000.</p> <p><i>For employees whose employment commencement date is on or after September 15, 1987:</i> \$12.00 times credited service for terminations on or after September 15, 2000.</p>	<p>None</p> <p>None</p> <p>None</p> <p>None</p>

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

2. Description of the Plans (continued)

Employee Retirement Benefits (continued)

Plan	Amount per Month per Year of Credited Service	Years of Service Limitation
i) <i>For participants of the former Specialty Metal Products Pension Plan (merged with the Retirement Plan on January 1, 2010):</i> One-twelfth of the larger of (1) 1.4% of the participant's career earnings or (2) the sum of 1.28% of the participant's career average earnings up to covered compensation, plus 1.65% of the participant's career average earnings in excess of covered compensation multiplied by his years of service, up to a maximum of 35 years.		35
j) <i>For participants of the former Hourly Pension Plan (merged with the Retirement Plan on January 1, 2010):</i>		
Aerospace – Binghamton: \$24.00 - September 19, 1994 to present		30
Electromechanical, N.C.: \$11.00 - January 1, 2002 to present		30
Feasterville (PMT): \$10.00 - January 1, 1990 to present		30
Haveg – Hourly: \$25.00 - Retire or terminate on or after May 18, 2002		None
Lamb – Cambridge: \$21.00 - April 1, 1997 to present		30
Lamb – Racine: \$18.00 - January 1, 2001 to present		30
Largo (Mansfield and Green): \$7.00 - Service through December 31, 1996 \$10.00 - Service January 1, 1997 to present		30
Microfoam – Fresno: \$12.00 - January 1, 1993 to present		30
Panalarm: \$10.00 - January 1, 1995 to present, for years of service earned prior to January 1, 1995 \$15.00 - January 1, 1995 to present, for years of service earned on or after January 1, 1995 \$20.00 - Service January 1, 1998 to present		30

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

2. Description of the Plans (continued)

Employee Retirement Benefits (continued)

Plan	Amount per Month per Year of Credited Service		Years of Service Limitation
	P&AI:		30
	\$12.00 - October 1, 1988 to present		
	U.S. Gauge – Allentown:		30
	\$7.00 - July 1, 1989 to present		
	U.S. Gauge – Bartow:		30
	\$12.00 - January 1, 1997 to present		
Aerospace – Union	Effective January 1, 1993 to present, sum of one twelfth of (a) 1.65% of compensation in each plan year up to the Breakpoint, plus 2.10% of remainder, not to exceed the Breakpoint, for each of first 34 years of credited service, plus (b) 1.65% of compensation in plan year for each year over 34 years. Compensation is limited to \$48,000 for the years 1997 – 2002, \$50,000 for the years 2003 – 2005, and \$50,500 for 2006 and later. The Breakpoint is, generally, covered compensation. However, the Breakpoint shall not exceed \$42,000 for the years 2005 – 2007, and the Breakpoint shall not exceed \$41,000 for the period August 1, 2008 – December 31, 2011, and, for members of Local 201, the Breakpoint shall not exceed \$41,000 for the period July 28, 2012 – December 31, 2015.		None
Chemical Products (Wapakoneta)	\$40.00	service January 15, 2004 – January 14, 2007	None
	\$41.00	service January 15, 2007 – January 14, 2008	
	\$42.00	service January 15, 2008 – January 14, 2009	
	\$43.00	service January 15, 2009 – January 14, 2010	
	\$44.00	service January 15, 2010 – January 14, 2011	
	\$45.00	service January 15, 2011 – January 14, 2012	
	\$46.00	service on and after January 15, 2012	
Chemical Products (Nesquehoning)	\$21.00	service pre – October 1, 2003	None
	\$23.00	service October 1, 2003 – September 30, 2006	
	\$31.00	service October 1, 2006 – September 23, 2007	
	\$36.00	service September 24, 2007 – September 23, 2008	
	\$38.00	service September 24, 2008 – September 23, 2009	
	\$41.00	service September 24, 2009 – September 23, 2010	
	\$43.00	service September 24, 2010 – September 23, 2011	
	\$45.00	service September 24, 2011 – September 23, 2012	
	\$47.00	service post-September 23, 2012	
U.S. Gauge Sellersville	\$26.00 times credited service for terminations on or after September 1, 2000.		None

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

2. Description of the Plans (continued)

Early Retirement Benefits

Retirement (Retirement and Aerospace Nonunion structures)	Age 55 or over with 10 or more years of service. Benefit is reduced 6.667% per year prior to Normal Retirement Date ("NRD").
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Retirement- (<i>Lamb – Kent</i>)	Age 55 or over with 15 or more years of service. Benefit is reduced 4.8% per year prior to NRD.
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Employees who had reached 62 but not age 65 with 15 or more years of service as of the dates shown in the table below and who retired during the period indicated in the table below were granted an unreduced early retirement pension.

<u>Reached Age 62 but not 65 at:</u> September 15, 1987 September 15, 1991 January 1, 1992 November 1, 1994 December 31, 1995 December 31, 1996 September 15, 2000 – September 15, 2003	<u>Retired:</u> September 15, 1987 – October 1, 1987 September 15, 1991 – October 1, 1991 January 1, 1992 – January 1, 1993 November 1, 1994 January 1, 1996 January 1, 1997 September 15, 2000 – September 15, 2003
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Retirement- (<i>Hourly Employees</i>)	Age 60 or over (age 55 for Electromechanical, Feasterville, Lamb – Cambridge and Largo participants) with 10 or more years of service (15 years for Lamb – Cambridge participants). Benefit is reduced 6.667% per year prior to NRD (4.8% per year for Lamb – Cambridge participants).
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Retirement- (<i>Specialty Metal Products</i>)	Age 50 or over with 10 or more years of service and sum of age plus service totals 65 or more, or sum of age plus service totals 90 or more. Benefit is reduced 4% per year prior to NRD (if age plus service totals 90 or more, benefit is unreduced at age 60 and reduced 4% per year prior to age 60).
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Chemical Products (Wapakoneta)	Age 60 or over with 10 or more years of service. Benefit is reduced 6.667% per year prior to NRD.
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Chemical Products (Nesquehoning)	Age 55 or over with 10 or more years of service. Benefit is reduced 6.0% per year prior to NRD.
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U.S. Gauge Sellersville	Age 60 or over with 10 or more years of service. Benefit is reduced 6.667% per year prior to age 62.
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An employee who a) reached age 61 as of October 1, 1995 or attained age 61 before January 1, 1996 with ten years of credited service at that time and elected early retirement, or b) who reached age 61 after January 1, 1996, but before July 31, 2000, with ten years of credited service at the time he or she reached age 61 and elected early retirement, received one additional year credited to their age for early retirement eligibility purposes.

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

2. Description of the Plans (continued)

Early Retirement Benefits (continued)

Aerospace – Union	Age 55 or over with 5 or more years of service. Benefit is unreduced at age 60, reduced 8% per year prior to age 60.
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Certain participants are eligible to receive supplemental pension payments as follows:

- For participants who transferred their employment directly from GE or had recall rights, and who begin receiving a pension prior to age 65, an “Additional Early Retirement Supplement” is payable until Social Security Normal Retirement Age. The amount of such supplement shall be \$550 per month for participants who are members of Local 201 who were active on July 1, 2012, and \$450 per month for other participants, reduced for commencement prior to age 60.
- For participants who are members of Local 201 who have at least 20 years of Credited Service on or after August 7, 1989, and who retire on or after July 28, 2012 but before June 1, 2016, and who begin receiving their pension on or after January 1, 2013 but before June 1, 2016, a “Longevity Pension Supplement” is payable from the date pension benefits commence and continuing until the earlier of 48 monthly payments or death. The amount of the Longevity Pension Supplement is \$125 per month.

The “Regular Early Retirement Supplement” of \$13 per month for each year of service after August 7, 1989, and the “Special Early Retirement Supplement” of \$275 per month have generally been eliminated effective July 28, 2012 for participants whose benefits have not yet commenced.

Pre-Retirement Death Benefits

All Plans provide the statutory qualified pre-retirement surviving spouse annuity. In addition, the Plans listed below provide additional pre-retirement death benefits as follows:

Retirement (Retirement and Aerospace Nonunion structures)	60 times the accrued monthly pension, reduced for early commencement, for an unmarried participant who dies while entitled to an early retirement pension which has not yet commenced.
Retirement (Lamb-Kent)	Present value of 60 times the accrued monthly pension at date of death.
Chemical Products (Nesquehoning)	\$100 per year of credited service up to a maximum of ten years.
Aerospace – Union	Lump sum amount equal to the present value of employee retirement benefit for five years.

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

2. Description of the Plans (continued)

Post-Retirement Death Benefits

Retirement(Retirement and Aerospace Nonunion structures)	\$5,000
Retirement- (Lamb – Kent)	(A) For a pensioner receiving a Joint and Survivor annuity, \$1,000. For a pensioner receiving other than a Joint and Survivor annuity, the larger of (a) 120 times the monthly pension, less the aggregate payments received prior to death, or (b) \$1,000. (B) \$3,000 for pensioners who have completed 15 years of credited service. This amount is in addition to any amount payable under Part (A).
Retirement- (Hourly Employees)	\$1,000 except as follows: \$2,000 for former Hunter Spring Plan and the two East Moline Plans; \$3,000 for Binghamton participants; \$10,500 for Haveg participants; and \$5,000 for Lamb Cambridge participants.
U.S. Gauge Sellersville	\$3,000
Chemical Products (Wapakoneta)	\$6,500 for employees retiring on or after January 20, 2004.
Chemical Products (Nesquehoning)	The remainder of 60 times the pensioner's monthly pension less aggregate payments received prior to death.
Aerospace – Union	Only for those employees who transferred their employment directly from GE, or had recall rights, or for members of Local 201 who were hired in 1991 and were active on July 28, 2012, \$13,000 (if retired after May 18, 2002) will be paid upon death of the retiree.

3. Related Party Transactions

At December 31, 2012 and 2011, the Trust held an investment in AMETEK common stock. At December 31, 2012, the investment consisted of 706,950 shares having a cost of \$435,776 and a market value of \$26,645,420 and the Trust received \$165,429 in related dividends in 2012. At December 31, 2011 the investment consisted of 939,450 shares having a cost of \$466,723 and a market value of \$26,368,225 and the Trust received \$162,312 in related dividends in 2011. During 2012 and 2011, there were no party-in-interest transactions which are prohibited by ERISA Section 406 and for which there is no statutory or administrative exemption.

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

4. Investment Information

All investment information disclosed in the accompanying financial statements including plan interest in the AMETEK, Inc. Employees' Master Retirement Trust at December 31, 2012 and 2011 and change in value of plan interest in net assets of AMETEK, Inc. Employees' Master Retirement Trust for the years ended December 31, 2012 and 2011, were obtained or derived from information supplied to the plan administrator and certified as complete and accurate by the Trustee.

The following is a summary of the fair value of the net assets held by the Trust at December 31, 2012 and 2011.

	2012		2011	
	Cost	Fair Value	Cost	Fair Value
<u>Assets</u>				
Investments:				
Cash and temporary investments	\$ 3,450,877	\$ 3,450,877	\$ 2,401,703	\$ 2,401,703
Equity securities:				
AMETEK common stock	435,776	26,645,420	466,723	26,368,225
U.S. Small cap common stocks	23,019,030	29,135,143	20,615,854	26,024,288
U.S. Large cap common stocks (1)	51,300,112	81,179,019	41,227,972	62,508,203
Diversified common stocks – U.S. (2)	-	-	40,458,432	41,466,479
Diversified common stocks – Global (3)	69,754,882	82,937,249	61,412,808	60,411,622
Total equity securities	144,509,800	219,896,831	164,181,789	216,778,817
Fixed income securities and other:				
U.S. Corporate (4)	21,520,764	23,982,337	22,827,117	24,641,740
U.S. Government	2,284,348	2,505,853	4,969,000	5,126,000
Global asset allocation * (5)	144,346,582	152,024,820	121,388,986	121,296,408
Inflation related funds (6)	48,016,347	53,954,058	48,303,295	52,438,295
Total fixed income securities and other	216,168,041	232,467,068	197,488,398	203,502,443
Alternative investments:				
Collective trust	17,835,859	20,543,384	17,925,140	18,732,099
Total investments	\$ 381,964,577	476,358,160	\$ 381,997,030	441,415,062
Receivable for securities sold and other		251,621		336,265
Total assets		476,609,781		441,751,327
<u>Liabilities</u>				
Accounts payable for securities purchased		145,304		36,138
Net assets		\$ 476,464,477		\$ 441,715,189

* This asset class was invested in diversified companies in all geographical areas.

(1) The asset class includes investments in individual common stocks and common collective trusts.

(2) The asset class includes investments in partnerships.

(3) The asset class includes investments in common collective trusts.

(4) The asset class includes investments in mutual funds and corporate obligations.

(5) The asset class includes investments in mutual funds, partnerships and corporate obligations.

(6) The asset class includes investments in mutual funds and common collective trusts.

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

4. Investment Information (continued)

Investment managers have discretionary authority for the purchase and sale of investments based on agreements with the investment managers and subject to certain limiting provisions of ERISA.

Investment (loss) income

A summary of the investment income on investments held by the Trust for the years ended December 31, 2012 and 2011 was as follows, certain reclassifications of prior year amounts have been made to conform to current year presentation:

	<u>2012</u>		<u>2011</u>	
	<u>Net Appreciation (Depreciation) in Fair Value During Year</u>	<u>Fair Value at End of Year</u>	<u>Net Appreciation in Fair Value During Year</u>	<u>Fair Value at End of Year</u>
Fair value as determined by quoted market price:				
Investments at fair value				
Fixed income (1)	\$ 13,265,320	\$ 235,917,945	\$ (4,676,796)	\$ 205,904,146
Equities (2)	38,875,544	219,896,831	(2,840,820)	216,778,817
Fair value estimated:				
Alternative Investments (3)	1,900,566	20,543,384	806,959	18,732,099
Net (depreciation) appreciation, at fair value	54,041,430	<u>\$ 476,358,160</u>	(6,710,657)	<u>\$ 441,415,062</u>
Dividends and interest on investments	<u>10,151,429</u>		<u>9,621,565</u>	
Total investment income	<u>\$ 64,192,859</u>		<u>\$ 2,910,908</u>	

(1) Fixed income includes cash and temporary investments, government obligations, corporate obligations, diversified mutual funds and partnership interests.

(2) Equities include preferred stocks, common stocks, common collective trusts and partnership interests.

(3) Alternative Investments include a collective trust.

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

4. Investment Information (continued)

The Plans utilize a valuation hierarchy for disclosure of the inputs to the valuation used to measure fair value. This hierarchy prioritizes the inputs into three broad levels as follows. Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities. Level 2 inputs are quoted prices for similar assets and liabilities in active markets or inputs that are observable for the asset or liability, either directly or indirectly through market corroboration, for substantially the full term of the financial instrument. Level 3 inputs are unobservable inputs based on the Plans' own assumptions used to measure assets and liabilities at fair value. A financial asset or liability's classification within the hierarchy is determined based on the lowest level input that is significant to the fair value measurement.

The following is a description of the valuation methodologies used for assets at fair value. There have been no changes in the methodologies used at December 31, 2012 and 2011.

Level 1 investments are unadjusted, observable inputs from active markets. Investments such as common stocks traded on exchanges are valued at the last reported sale prices on the last business day of the year or, if not available, the last reported bid prices. Fixed income securities such as certain government and corporate obligations are primarily measured using a market approach pricing methodology, where observable prices are obtained by market transactions involving identical or comparable securities of issuers with similar credit ratings. Corporate obligations are all investment grade quality. Mutual funds are valued at quoted market prices which represent the net asset values of shares held by the Plans at year end. Securities that use similar valuation techniques and inputs as described above are categorized as Level 1 of the fair value hierarchy.

Level 2 investments are equity funds and fixed income funds that are valued by the vendor using observable market inputs. Temporary cash investments are stated at cost, which approximates fair value. Common collective trusts are valued based on the plan's unit of ownership and net asset value of the investment entity's pooled investments. Investments in partnership interests are valued based on estimated net asset value of the underlying investments. These level 2 investments have no unfunded commitments and no limits as to the frequency of redemptions. The level 2 investments have various redemption terms and notice periods. U.S. Large cap stock investments have daily redemption without notice. Diversified common stocks – U.S. investments have redemption terms that range from monthly to quarterly with notice periods between 30 to 60 days. Diversified common stocks – Global investments have redemption terms that range from daily to monthly with no notice period. Global asset allocation and Inflation Related fund investments have monthly redemption terms with no notice period.

Alternative investments are considered level 3 investments as their values are determined by the sponsor using unobservable market data. The Plan's investment policy, developed by the Pension Investment Committee, limits the amount the Plan may invest in investments that are difficult to value. Valuation of this investment is determined by the management of the Plan Sponsor on an annual basis at the reporting date. The valuation procedures include, but are not limited to, the review of periodic due diligence materials provided by the third party investment consultants and investment staff of the Plan Sponsor, as well as the investment's annual audited financial statement. Unobservable inputs, such as information obtained through periodic due diligence, are typically used to determine whether the net asset value, used as fair value as a practical expedient, would not be representative of fair value as of the reporting date.

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

4. Investment Information (continued)

A summary of the fair value of plan assets at December 31, 2012 and 2011 was as follows, the level 1 classification of cash and temporary investments and certain U.S. Corporate and U.S. Government fixed income securities in the 2011 financial statements have been revised to conform with the current year classifications consistent with level 2 measurement principles applied to the underlying investments in all periods presented. Plan management has concluded that these disclosure errors are not material to the previously issued 2011 financial statements:

<u>Asset Category</u>	<u>2012</u>			<u>2011</u>		
	<u>Total</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Total</u>	<u>Level 1</u>	<u>Level 2</u>
	(In thousands)					
Cash and temporary investments	\$ 3,451	\$ —	\$ 3,451	\$ 2,402	\$ —	\$ 2,402
Equity securities:						
AMETEK common stock	26,645	26,645	—	26,368	26,368	—
U.S. Small cap common stocks	29,125	28,402	723	26,033	26,033	—
U.S. Large cap common stocks (1)	81,215	48,844	32,371	62,567	40,281	22,286
Diversified common stocks – U.S. (2)	—	—	—	41,467	—	41,467
Diversified common stocks – Global (3)	82,946	—	82,946	60,430	—	60,430
Fixed income securities and other:						
U.S. Corporate (4)	24,055	8,766	15,289	24,856	9,184	15,672
U.S. Government	2,505	1,529	976	5,126	4,126	1,000
Global asset allocation * (5)	152,026	88,749	63,277	121,296	70,855	50,441
Inflation related funds (6)	53,954	12,084	41,870	52,438	12,438	40,000
Alternative Investments:						
Collective trust	20,543	—	—	18,732	—	—
Total investments	<u>\$ 476,465</u>	<u>\$ 215,019</u>	<u>\$ 240,903</u>	<u>\$ 441,715</u>	<u>\$ 189,285</u>	<u>\$ 233,698</u>

* This asset class was invested in diversified companies in all geographical areas.

- (1) The asset class includes investments in individual common stocks and common collective trusts.
- (2) The asset class includes investments in partnerships.
- (3) The asset class includes investments in common collective trusts.
- (4) The asset class includes investments in mutual funds and corporate obligations.
- (5) The asset class includes investments in mutual funds, partnerships and corporate obligations.
- (6) The asset class includes investments in mutual funds and common collective trusts.

The table below sets forth a summary of changes in the fair value of the Plans' level 3 assets (in thousands):

	<u>Alternative Investment</u>
Balance, January 1, 2011	\$ —
Unrealized gain relating to instruments still held at the reporting date*	807
Purchase	17,925
Balance, December 31, 2011	18,732
Unrealized gain relating to instruments still held at the reporting date*	1,901
(Sales)Purchase	(90)
Balance, December 31, 2012	<u>\$ 20,543</u>

* Reported in Increase in value of plan interest in net assets of AMETEK, Inc. Employees' Master Retirement Trust in the Statements of Changes in Net Assets Available for Benefits.

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

4. Investment Information (continued)

The objectives of the Plans' investment strategy are to maximize the Plans' funded status and minimize Company contributions and Plan expense. Because the goal is to optimize returns over the long term, an investment policy that favors equity holdings has been established. Since there may be periods of time where both equity and fixed-income markets provide poor returns, an allocation to alternative assets may be made to improve the overall portfolio's diversification and return potential. The Company periodically reviews the Trust's asset allocation, taking into consideration plan liabilities, plan benefit payment streams and the investment strategy of the pension plans. The actual asset allocation is monitored frequently relative to the established targets and ranges and is rebalanced when necessary.

The equity portfolio is diversified by market capitalization and style. The equity portfolio also includes an international component.

The objective of the fixed-income portion of the pension assets is to provide interest rate sensitivity for a portion of the assets and to provide diversification. The fixed-income portfolio is diversified within certain quality and maturity guidelines in an attempt to minimize the adverse effects of interest rate fluctuations.

Other than investments in certain alternative investment collective trusts, certain investments are prohibited. Prohibited investments include venture capital, private placements, unregistered or restricted stock, margin trading, commodities, short selling and rights and warrants. Foreign currency futures, options and forward contracts may be used to manage foreign currency exposure.

5. Income Tax Status

The Plans have received determination letters from the IRS dated as follows:

Employees' Retirement Plan of AMETEK, Inc. (001)	August 7, 2013
Pension Plan for Shop Employees of U.S. Gauge Division of AMETEK, Inc. (003)	January 17, 2012
Chemical Products (Wapakoneta, Ohio Plant) Division of AMETEK, Inc. Hourly Employees' Pension Plan (012)	October 19, 2010
Chemical Products (Nesquehoning, Pennsylvania Plant) Division of AMETEK, Inc. Hourly Employees' Pension Plan (032)	October 19, 2010
AMETEK, Inc. Aerospace Division Pension Plan for Union Represented Employees (043)	October 19, 2010

The determination letters state that each of the Plans qualifies under Section 401(a) of the IRC and, therefore, the related trusts are exempt from taxation. Once qualified, the Plans are required to operate in conformity with the IRC to maintain their qualification. In July 2012, the Plan Sponsor received new determination letter from the IRS for the Retirement Plan. In January 2012, the Plan Sponsor received new determination letter from the IRS for U.S. Gauge Plan. In October 2010, the Plan Sponsor received new determination letters from the IRS for the Chemical Products –Wapakoneta, Chemical Products – Nesquehoning and Aerospace Plans, respectively. Subsequent to the issuance of the new determination letters, the restated Plans were adopted. The Plan Sponsor believes the Plans are being operated in compliance with the applicable requirements of the IRC and therefore believes the Plans are qualified and the related trusts are tax-exempt.

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

5. Income Tax Status (continued)

Accounting principles generally accepted in the United States require plan management to evaluate uncertain tax positions taken by the Plans. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The Plan Sponsor has analyzed the tax positions taken by the Plans, and has concluded that as of December 31, 2012, there are no uncertain positions taken or expected to be taken. The Plans have recognized no interest or penalties related to uncertain tax positions. The Plans are subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Sponsor believes it is no longer subject to income tax examinations for years prior to 2009.

6. Participating Plans

The following is a list of the Plans participating in the AMETEK, Inc. Employees' Master Retirement Trust and their respective percentage interest in the Trust at December 31, 2012 and 2011:

Serial Number	Name of Plan	Percentage Interest in the Master Retirement Trust	
		2012	2011
001	Employees' Retirement Plan of AMETEK, Inc. (1)	77.26%	77.10%
003	Pension Plan for Shop Employees of U.S. Gauge Division of AMETEK, Inc.	10.39%	10.69%
012	Chemical Products (Wapakoneta, Ohio Plant) Division of AMETEK, Inc. Hourly Employees' Pension Plan	1.63%	1.58%
032	Chemical Products (Nesquehoning, Pennsylvania Plant) Division of AMETEK, Inc. Hourly Employees' Pension Plan	1.34%	1.31%
043	AMETEK, Inc. Aerospace Division Pension Plan for Union Represented Employees	9.03%	8.97%
046	EDAX, Inc. Pension Plan for Hourly Employees – District Lodge No. 15 (2)	0.35%	0.35%

(1) Includes hourly participants at the following current and former operations of AMETEK at December 31, 2012 and 2011:

Aerospace Binghamton	Hunter Spring	Microfoam Fresno
East Moline	Lamb Cambridge	P&AI
Electromechanical, N.C	Lamb Kent	Panalarm
Feasterville (PMT)	Lamb Racine	Specialty Metal Products
Haveg	Largo (Mansfield & Green)	U.S. Gauge Allentown
Hourly Employees'	Microelectronics	U.S. Gauge Bartow

(2) The EDAX, Inc. Pension Plan is a participating Plan in the AMETEK, Inc. Employees' Master Retirement Trust. An audit is not required as it is considered a small pension plan, as defined by Form 5500.

AMETEK, Inc.
Selected Defined Benefit Pension Plans
Notes to Financial Statements
December 31, 2012 and 2011

7. Plan Amendments

All of the Plans were restated effective January 1, 2010 and submitted to the IRS in proposed form. Upon receipt of the new determination letters for the Chemical Products – Wapakoneta, Chemical Products – Nesquehoning, Aerospace and U. S. Gauge Plans in October 2010, the restated Plans were adopted. Upon receipt of the new determination letters for the U. S. Gauge Plan in January 2012, the restated Plan was adopted. The Employees' Retirement Plan new determination was received in July, 2012 and the restated plan was adopted on October 17, 2012.

In 2012 all of the plans were amended to incorporate changes required under Section 436 which were effective January 1, 2008.

In December 2012, the Aerospace plan was amended for Local 201 active members on July 1, 2012 to eliminate both the Early Retirement Supplement and the Special Early Retirement Supplement and to increase the Additional Early Retirement Supplement. For Local 201 active members on July 1, 2012 who retire after July 28, 2012 and before June 1, 2016 and begin receiving pension benefits after January 1, 2013 but before, June 1, 2016 a Longevity Pension Supplement will be paid until the earlier of the pensioners death, or 48 months elapse. Eligibility for Post Retirement Death Benefits for members of Local 201 who retire after July 1, 2002 was extended to include Local 201 members hired in 1991 who were active on July 28, 2013.

8. Recent Accounting Pronouncements

In May 2011, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2011-04, Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and International Financial Reporting Standards ("IFRS") ("ASU 2011-04"). ASU 2011-04 generally aligns the principles for fair value measurements and the related disclosure requirements under US GAAP and IFRS. The amendments are largely clarifications; however ASU 2011- 04 amends the application of the in-use valuation premise and the application of discounts and premiums in measuring fair value. ASU 2011-04 also has additional disclosure requirements for qualitative information and the valuation processes used for Level 3 assets or liabilities, all transfers between Level 1 and Level 2 of the fair value hierarchy, for any nonfinancial asset measured at fair value that an entity uses in a way that differs from its highest and best use, and finally, for the level of the fair value hierarchy in which an asset or a liability (financial or nonfinancial) would be categorized if that asset or liability had been measured at fair value in the financial statements. The Plans adopted ASU 2011-04 effective January 1, 2012 for the Plans. See Note 4.

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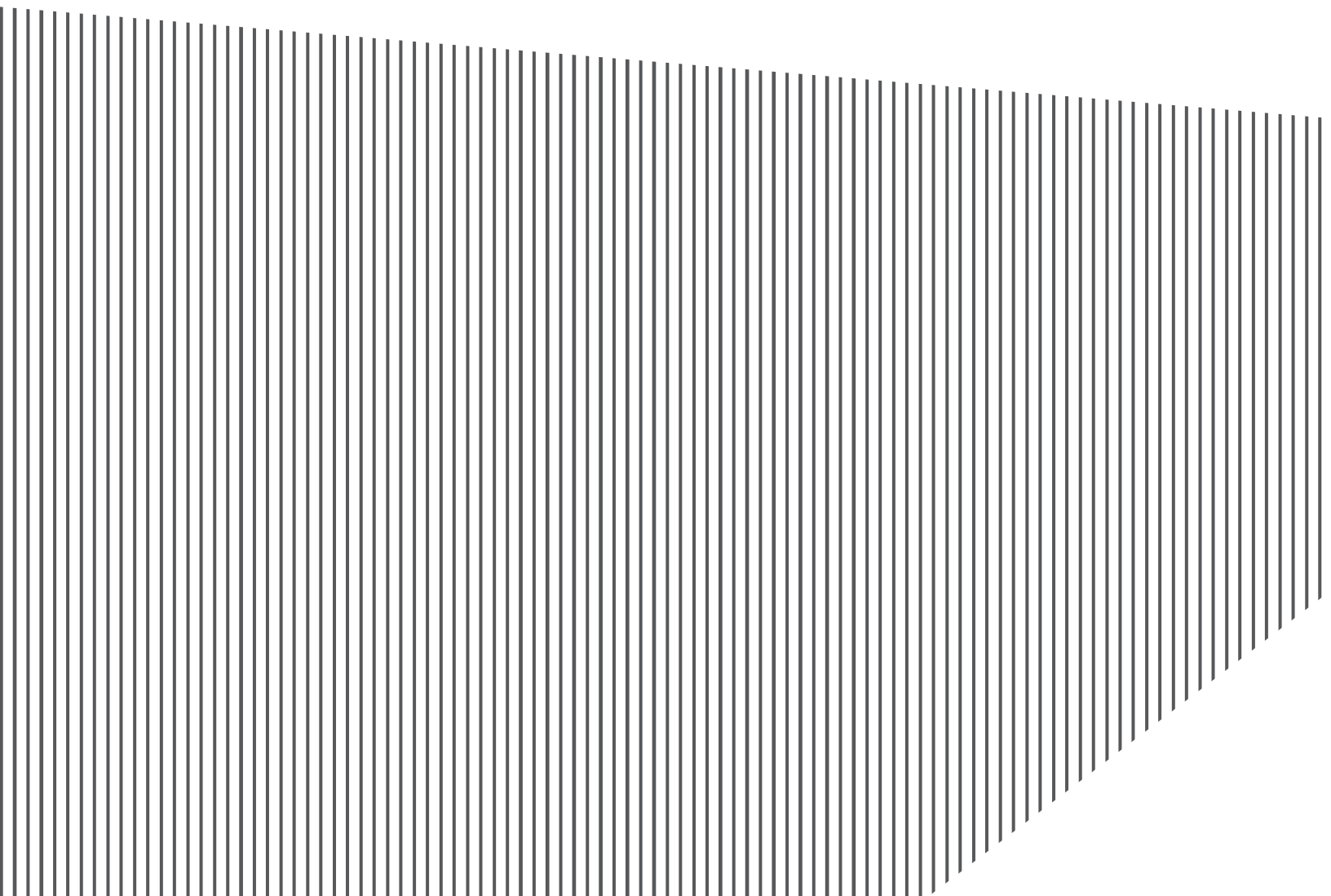
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Schedule SB - Statement by Enrolled Actuary

Plan Sponsor	AMETEK, Inc.
EIN/PN	14-1682544/003
Plan Name	Pension Plan for Shop Employees of U.S. Gauge Division of AMETEK, Inc.
Valuation Date	January 1, 2012
Enrolled Actuary	Mathieu Lussier, FSA, EA
Enrollment Number	11-04831

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years.

AMETEK, INC.

Pension Plan For Shop Employees of U.S. Gauge Division of AMETEK, Inc.

EIN: 14-1682544

Plan Num: 003

Attachment to 2012 Schedule SB

Schedule SB, Line 22 - Description of Weighted Average Retirement Age

The average retirement age for Line 22 was calculated by creating a hypothetical life table with retirement as the only decrement, and then computing the average retirement age for the table.

(A)	(B)	(C)	(D)	(E)
Age	Retirement Rate	Hypothetical Number of Employees	Number Retiring	(A)*(D)
60	0.030	100,000	3,000	180,000
61	0.060	97,000	5,820	355,020
62	0.300	91,180	27,354	1,695,948
63	0.200	63,826	12,765	804,195
64	0.350	51,061	17,871	1,143,744
65	0.750	33,190	24,893	1,618,045
66	0.500	8,297	4,149	273,834
67	0.500	4,148	2,074	138,958
68	0.500	2,074	1,037	70,516
69	0.500	1,037	519	35,811
70	1.000	518	518	36,260
Total:				6,352,331
Average Retirement Age:				64

Pension Plan for Shop Employees of U.S. Gauge Division of AMETEK, Inc.

EIN: 14-1682544 PN: 003

Schedule SB, Part V – Summary of Plan Provisions

Appendix B: Summary of Plan Provisions

Plan Provisions

Plan Name/No.	AMETEK U.S. Gauge Sellersville Shop Employees' Pension Plan/003
Effective Date	April 1, 1959. Amended and restated effective January 1, 2010.
Participation	Each hourly-paid employee at the Sellersville, PA location within the bargaining unit represented by the Union becomes a participant on his date of hire, or April 1, 1959 if later.

Definitions

Plan Year	Twelve-month period ending December 31.
Credited Service	Service from date of hire as a covered employee.
Normal Retirement Date (NRD)	First of month coinciding with or next following attainment of age 65.
Accrued Monthly	\$26.00 times accrual service
Actuarial Equivalence	The conversion factors for optional forms of payment are determined using the UP 1984 Unisex mortality table (set back 3 years for beneficiaries) and an interest rate of 8%.

Eligibility for Benefits

Normal Retirement	Retire on or after NRD.
Early Retirement	Retire before NRD but on or after both attaining age 60 and completing ten years of credited service.

Pension Plan for Shop Employees of U.S. Gauge Division of AMETEK, Inc.

EIN: 14-168544 PN: 003

Schedule SB, Part V – Summary of Plan Provisions

Early Retirement Supplement	Retire before NRD but on or after both attaining age 62 and completing ten years of credited service.
Disability Retirement	Retire after completing ten years of credited service due to a disability incurred while a covered employee.
Deferred Vested	Terminate for reasons other than death or retirement after completing 5 years of credited service.
Preretirement Death	Die with surviving spouse while eligible for a deferred vested, early or normal retirement benefit.
Postretirement Death	Die while receiving a normal, early or disability retirement benefit.

Benefits Paid Upon the Following Events

Normal Retirement	Accrued monthly pension at actual retirement date.
Early Retirement	Accrued monthly pension at early retirement date, reduced 1/15th per year for pre-age 62 commencement.
Early Retirement Supplement	\$125.00 per month payable beginning on the date the participant attains age 63 1/2 (on the participant's date of retirement, if later). Supplement is payable until participant reaches age 65 (or date of participant's death, if earlier).
Disability Retirement	Accrued monthly pension at date of disability, with payments commencing immediately.
Vested Termination	Accrued monthly pension at termination date, reduced 1/15th per year for pre-age 62 commencement.
Preretirement Death	50% of accrued monthly pension as of date of death, reduced for 50% joint and survivor annuity and for payment before NRD. Lifetime payments to spouse may begin at participant's earliest retirement date.
Postretirement Death	\$3,000 lump sum paid to designated beneficiary.
Forms of Payment	Monthly pension benefits are paid to unmarried participants as a single life annuity. Married participants are entitled to actuarially reduced benefits in the form of a 50% joint and survivor annuity. Participants may elect (with spousal consent) to receive benefits in another actuarially equivalent optional form offered by the plan. If the spouse of a participant receiving a 50% or 100% joint and survivor annuity predeceases the participant, pension increases to the single life amount.

Pension Plan for Shop Employees of U.S. Gauge Division of AMETEK, Inc.

EIN: 14-1682544 PN: 003

Schedule SB, Part V – Summary of Plan Provisions

Changes in Benefits Valued Since Prior Year

None.

Ametek, Inc.
Pension Plan for Shop Employees of U.S. Gauge Division of AMETEK, Inc.
EIN: 14-1682544; Plan Number: 003
Attachment to 2012 Schedule SB
Line 26 - Schedule of Active Participant Data

Age Nearest Birthday		Completed Years of Service								
		0	1 - 4	5 - 9	10 - 14	15 - 19	20 - 24	25 - 29	30 - 34	Over 34
15 - 19	Number	0	0	0	0	0	0	0	0	0
20 - 24	Number	0	0	0	0	0	0	0	0	0
25 - 29	Number	0	0	0	0	0	0	0	0	0
30 - 34	Number	0	0	0	0	0	0	0	0	0
35 - 39	Number	0	0	0	0	0	0	0	0	0
40 - 44	Number	0	0	0	0	0	0	0	0	0
45 - 49	Number	0	0	0	0	0	0	0	0	0
50 - 54	Number	0	0	0	0	0	1	0	0	0
55 - 59	Number	0	0	0	0	0	0	0	0	0
60 - 64	Number	0	0	0	0	0	0	0	2	0
Over 64	Number	0	0	0	0	0	0	0	0	0
Average Age = 58 Average Service = 28.4										

Pension Plan for Shop Employees of U.S. Gauge Division of AMETEK, Inc.

EIN: 14-1682544 PN: 003

Schedule SB, Part V – Statement of Actuarial Assumptions and Methods

Appendix A: Statement of actuarial assumptions and methods

1. Assumptions and methods for contribution purposes

Actuarial Assumptions and Methods — Contributions

Economic Assumptions

Interest rate basis:

- | | |
|---|----------------------------|
| ▶ Applicable month | January 2012 |
| ▶ Interest rate basis | Segment Rates ¹ |
| ▶ MAP-21 applied for funding | Yes |
| ▶ MAP-21 applied for benefit restrictions | Yes |

Interest rates:

- | | Reflecting MAP-21
corridors | Not reflecting corridors |
|---|--------------------------------|--------------------------|
| ▶ First segment rate | 5.54% | 1.98% |
| ▶ Second segment rate | 6.85% | 5.07% |
| ▶ Third segment rate | 7.52% | 6.19% |
| ▶ Effective interest rate (Reflecting MAP-21 Corridors) | | |
| • Retirement Plan | | 6.96% |
| • Aerospace Union | | 6.95% |
| • U.S. Gauge | | 6.81% |
| • Nesquehoning | | 7.10% |
| • Wapakoneta | | 7.09% |
| • EDAX | | 7.09% |

¹ Represents the 24 month average of segment rates through December 2012
Towers Watson Confidential

Pension Plan for Shop Employees of U.S. Gauge Division of AMETEK, Inc.

EIN: 14-1682544 PN: 003

Schedule SB, Part V – Statement of Actuarial Assumptions and Methods

PBGC variable premium basis:

▶ PBGC method	Standard
▶ PBGC segment rates:	2.07%, 4.45%, 5.24%
Annual rates of increase	
▶ Salaries	3.75%
▶ Future Social Security wage bases	3.25%

Demographic Assumptions

Inclusion Date	The valuation date coincident with or next following the date on which the employee is hired.
New or rehired employees	It was assumed there will be no new or rehired employees.
Mortality	
▶ Healthy	Separate rates for non-annuitants (based on RP-2000 “Employees” table without collar or amount adjustments, projected to 2027 using Scale AA) and annuitants (based on RP-2000 “Healthy Annuitants” table without collar or amount adjustments, projected to 2019 using Scale AA).
▶ Disabled	Same as Healthy Mortality
Termination	Rates varying by age and, for certain plans, by service during a select period.
	Sample rates:
	<u>During Select Period</u>

Plan	Years of Service				
	<2	3	6	9	>10
Retirement Plan					
– Retirement Salaried	.200	.150	.090	N/A	N/A
– Aerospace Non-Union **	.250	.175	.100	N/A	N/A
Aerospace Union	.250	.175	.100	N/A	N/A
U.S. Gauge	.175	.125	.085	N/A	N/A
All other plans [†]	N/A	N/A	N/A	N/A	N/A

Pension Plan for Shop Employees of U.S. Gauge Division of AMETEK, Inc.

EIN: 14-1682544 PN: 003

Schedule SB, Part V – Statement of Actuarial Assumptions and Methods

** Aerospace Non-Union merged into the Retirement Plan effective December 31, 1999 but continues to use different termination rates.

† Specialty Metal, Hourly, and Lamb Kent merged into the Retirement Plan effective January 1, 2010 but continue to use different rates.

Termination

After Select Period

Plan	Age		
	25	35	45
Retirement Plan			
– Retirement Plan	.080	.056	.042
– Aerospace Non-Union **	.085	.064	.044
– Specialty Metal * †	.099	.049	.017
– Hourly - Lamb Racine and Process & Analytical divisions only †	.099	.049	.017
– Hourly - all divisions other than Lamb Racine and Process & Analytical †	.149	.074	.027
– Lamb Kent †	.149	.074	.027
Aerospace Union **	.085	.064	.044
U.S. Gauge; Nesquehoning	.099	.049	.017
Wapakoneta*	.049	.024	.007
EDAX	.053	.045	.032

* Rates for females are set forward five years.

** Aerospace Non-Union merged into the Retirement Plan effective December 31, 1999 but continues to use different termination rates.

† Specialty Metal, Hourly, and Lamb Kent merged into The Retirement Plan effective January 1, 2010 but continue to use different rates.

Pension Plan for Shop Employees of U.S. Gauge Division of AMETEK, Inc.

EIN: 14-1682544 PN: 003

Schedule SB, Part V – Statement of Actuarial Assumptions and Methods

Disability

Rates varying by age and sex.

Sample Rates:

Plan	Age/Sex					
	25		40		55	
	Male	Female	Male	Female	Male	Female
Retirement Plan						
– Retirement Salaried	.00038	.00047	.00117	.00211	.00722	.00952
EDAX	.00163	.00089	.00435	.00392	.01906	.01566
All other plans [†]	.00093	.00096	.00314	.00357	.01502	.01490

Retirement

Rates varying by age

Sample rates:

Plan	Age				Expected Retirement Age
	55	60	62	65	
Retirement Plan					
– Retirement Salaried	.06	.08	.25	.40	62
– Specialty Metal [†]	.05	.04	.15	.67	63
– Lamb Kent [†]	.04	.04	.30	.75	62
– Hourly [†]	.00	.00	.00	1.00	65
Aerospace Union	.06	.15	.45	.75	62
U.S. Gauge	N/A	.03	.30	.75	64
Nesquehoning	.05	.02	.30	.67	63
Wapakoneta	.00	.00	.00	1.00	65
EDAX	.00	.00	1.00	1.00	62

Pension Plan for Shop Employees of U.S. Gauge Division of AMETEK, Inc.

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Schedule SB, Part V – Statement of Actuarial Assumptions and Methods

[†] Specialty Metal, Hourly, and Lamb Kent merged into the Retirement Plan effective January 1, 2010 but continue to use different rates.

Benefit Commencement Date

► Retirement benefit Immediately upon retirement

► Deferred vested benefit	<u>Plan</u>	<u>Assumption</u>
	U.S. Gauge	Age 62
	All other plans	Age 65

Form of payment

<u>Plan</u>	<u>Assumption</u>
Retirement Plan (Drexelbrook & Cameca)	100% life annuity
Retirement Plan [†] (all other Legacy Retirement Salaried groups)	100% 5-year certain and continuous
All other plans [†]	100% life annuity

[†] Specialty Metal, Hourly, and Lamb Kent merged into the Retirement Plan effective January 1, 2010 but continue to use different rates.

Percentage married 100% for EDAX, 80% for all other plans

Spouse age Wife three years younger than husband

Valuation pay Base pay for the year preceding the valuation date plus the average of the bonuses accrued for the two years preceding the valuation date, adjusted to the valuation year using the assumed salary increase rate.

Methods

Valuation date First day of plan year

Funding target Present value of accrued benefits

The IRC §430 regulations describe the required methodology for attributing benefits among Funding Target, current year Target Normal Cost, and future years' Target Normal Costs for disability benefits, Social Security benefits, death benefits and other ancillary benefits. For most such benefits, the required attribution methodology is clear. If the plan includes any benefits for which the attribution methodology was not clear, and the regulations required interpretation, consider describing the benefit and the attribution methodology used.

Pension Plan for Shop Employees of U.S. Gauge Division of AMETEK, Inc.

EIN: 14-1682544 PN: 003

Schedule SB, Part V – Statement of Actuarial Assumptions and Methods

Target normal cost	Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from plan assets during plan year
Actuarial value of assets	<p>Average of the fair market value of assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009-22) . The average asset value must be within 10% of fair value, including contributions receivable.</p> <p>The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (PPA).</p> <p>These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years.</p> <p>However, over the long term under PPA's smoothing rules, the method has a significant bias to produce an actuarial value of assets that is below the market value of assets.</p>
Benefits Not Valued	<p>Certain plans pay small benefits with a present value up to \$5,000 in a single lump sum payment. Such lumps sums are not explicitly valued as such; rather such participants benefits are valued using the benefit choice assumptions described above.</p> <p>All other benefits described in the Plan Provisions section of this report were valued except for the Special Supplement for the Aerospace Union Plan. Due to the small window of eligibility, and de minimis value of the benefit, the Special Supplement benefit is not reflected for current active participants in the valuation (only reflected for retirees upon commencement).</p>

Change in assumptions and methods since prior valuation

The segment interest rates used to calculate the funding target and target normal cost were updated from an applicable month of January 2011 to January 2012.

The segment rates used to determine benefit restrictions and for minimum funding purposes were revised by applying the corridors of MAP-21.

The required mortality table used to calculate the funding target and target normal cost was updated to include one additional year of projected mortality improvements.

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information <p style="font-size: small;">This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).</p> <p style="text-align: center;">▶ File as an attachment to Form 5500 or 5500-SF.</p>	<small>OMB No. 1210-0110</small> 2012 This Form is Open to Public Inspection
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan PENSION PLAN FOR SHOP EMPLOYEES OF US GAUGE DIVISION OF AMETEK, INC.	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 70%;">B Three-digit plan number (PN) ▶</td> <td style="width: 30%; text-align: center;">003</td> </tr> </table>	B Three-digit plan number (PN) ▶	003
B Three-digit plan number (PN) ▶	003		
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF AMETEK, INC.	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 70%;">D Employer Identification Number (EIN)</td> <td style="width: 30%; text-align: center;">14-1682544</td> </tr> </table>	D Employer Identification Number (EIN)	14-1682544
D Employer Identification Number (EIN)	14-1682544		
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B ☐ Other			
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500			

Part I Basic Information

1 Enter the valuation date:	Month <u>1</u>	Day <u>1</u>	Year <u>2012</u>	
2 Assets:				
a Market value	2a	47,195,711		
b Actuarial value	2b	48,035,673		
3 Funding target/participant count breakdown:				
a For retired participants and beneficiaries receiving payment.....	3a	590	(1) Number of participants	(2) Funding Target
b For terminated vested participants.....	3b	196		31,212,328
c For active participants:				
(1) Non-vested benefits	3c(1)			7,548,639
(2) Vested benefits	3c(2)			9,912
(3) Total active.....	3c(3)	3		198,332
d Total.....	3d	789		208,244
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐				
a Funding target disregarding prescribed at-risk assumptions	4a			
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b			
5 Effective interest rate	5	6.81		
6 Target normal cost	6	156,319		

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	 Signature of actuary MATHIEU LUSSIER, F.S.A., E.A. Type or print name of actuary TOWERS WATSON DELAWARE, INC. Firm name CENTRE SQUARE EAST, 1500 MARKET ST. PHILADELPHIA PA 19102 Address of the firm	10/02/2013 Date 11-04831 Most recent enrollment number (215) 246-7391 Telephone number (including area code)
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If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

Part II Beginning of Year Carryover Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	5,358,654	5,176,405
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	216,804	0
9 Amount remaining (line 7 minus line 8)	5,141,850	5,176,405
10 Interest on line 9 using prior year's actual return of <u>0.24</u> %	12,340	12,423
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
b Interest on (a) using prior year's effective interest rate of <u>5.63</u> % except as otherwise provided (see instructions)		0
c Total available at beginning of current plan year to add to prefunding balance		0
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections		
13 Balance at beginning of current year (line 9 + line 10 + line 11d - line 12)	5,154,190	5,188,828

Part III Funding Percentages

14 Funding target attainment percentage	14	96.72 %
15 Adjusted funding target attainment percentage	15	123.26 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	94.21 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
Totals ▶			18(b)	0	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	0

20 Quarterly contributions and liquidity shortfalls:**a** Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No**b** If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No**c** If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 5.54 %	2nd segment: 6.85 %	3rd segment: 7.52 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 0
22 Weighted average retirement age				22 64
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.....	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....	31a	156,319	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment	0	0	
b Waiver amortization installment.....	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	156,319	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	156,319	0	156,319
36 Additional cash requirement (line 34 minus line 35)	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		