

AMPHENOL CORP /DE/
Form 4
April 30, 2014

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MONTEITH JEROME

(Last) (First) (Middle)

C/O AMPHENOL CORPORATION, 358 HALL AVENUE

(Street)

WALLINGFORD, CT 06492

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AMPHENOL CORP /DE/ [APH]

3. Date of Earliest Transaction (Month/Day/Year)
04/29/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
VICE PRESIDENT HUMAN RESOURCES

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Class A Common Stock	04/29/2014		M	6,600	A	\$ 53.48	6,600	D
Class A Common Stock	04/29/2014		S	6,600	D	\$ 95.018	0	D
						<u>(1)</u> <u>(2)</u>		
Class A Common Stock	04/29/2014		M	7,600	A	\$ 53.26	7,600	D
Class A Common Stock	04/29/2014		S	7,600	D	\$	0	D

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Common Stock						95.018		
						<u>(1)</u> <u>(2)</u>		
Class A Common Stock	04/29/2014		M	7,000	A	\$ 42.99	7,000	D
Class A Common Stock	04/29/2014		S	7,000	D	\$ 95.018	0	D
						<u>(1)</u> <u>(2)</u>		
Class A Common Stock	04/29/2014		M	7,000	A	\$ 45.95	7,000	D
Class A Common Stock	04/29/2014		S	7,000	D	\$ 95.018	0	D
						<u>(1)</u> <u>(2)</u>		

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option	\$ 53.48	04/29/2014		M	6,600	05/26/2012 05/26/2021	Class A Common Stock	6,600
Stock Option	\$ 53.26	04/29/2014		M	7,600	05/24/2013 05/24/2022	Class A Common Stock	7,600
Stock Option	\$ 42.99	04/29/2014		M	7,000	05/27/2011 05/27/2020	Class A Common Stock	7,000
	\$ 45.95	04/29/2014		M	7,000	05/22/2009 05/21/2018		7,000

