

AMPHENOL CORP /DE/
Form 4
May 05, 2014

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Treanor John

(Last) (First) (Middle)

C/O AMPHENOL AUTOMOTIVE PRODUCTS GROUP, AUGUST-HAEUSSER-STRASSE 10 HEILBRONN

(Street)

GERMANY 74080

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
05/01/2014

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)
VP & GGM AUTOMOTIVE GROUP

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 Ownership (Instr. 4)	
				Code	V	Amount				(A) or (D)
Class A Common Stock	05/01/2014		M			1,797	\$ 32.01	1,797	D	Beneficial Ownership
Class A Common Stock	05/01/2014		S			1,797	\$ 96.41	0	D	Beneficial Ownership
Class A Common Stock	05/02/2014		M			22,203	\$ 32.01	22,203	D	Beneficial Ownership

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Class A Common Stock	05/02/2014	S	22,203	D	\$ 96.4 0	D
Class A Common Stock	05/02/2014	M	8,300	A	\$ 42.99 8,300	D
Class A Common Stock	05/02/2014	S	8,300	D	\$ 96.4 0	D

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 32.01	05/01/2014		M	1,797	05/21/2010 05/21/2019	Class A Common Stock 1,797
Stock Option	\$ 32.01	05/02/2014		M	22,203	05/21/2010 05/21/2019	Class A Common Stock 22,203
Stock Option	\$ 42.99	05/02/2014		M	8,300	05/27/2011 05/27/2020	Class A Common Stock 8,300

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Treanor John C/O AMPHENOL AUTOMOTIVE PRODUCTS			VP & GGM AUTOMOTIVE GROUP	

GROUP
AUGUST-HAEUSSER-STRASSE 10
HEILBRONN
GERMANY 74080

Signatures

Edward C.
Wetmore, POA

05/05/2014

__Signature of Reporting
Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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