

AMPHENOL CORP /DE/

Form 4

July 31, 2014

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Carroccia Frank

(Last) (First) (Middle)

C/O AMPHENOL TCS, 200  
INNOVATIVE WAY, SUITE 201

(Street)

NASHUA, NH 03062

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/30/2014

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
VP & GGM, GLBL INTERC SYS GRP

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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)
			Code	V	Amount	(A) or (D)	Price
Class A Common Stock	07/30/2014		M		3,200	A	\$ 32.01 3,500
Class A Common Stock	07/30/2014		S		3,200	D	\$ 97.6033 300
							(1) (2)
Class A Common Stock	07/30/2014		M		11,000	A	\$ 42.99 11,300
Class A Common	07/30/2014		S		11,000	D	\$ 97.6033 300

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Stock					(1)	(2)	
Class A Common Stock	07/30/2014	M	10,400	A	\$ 53.48	10,700	D
Class A Common Stock	07/30/2014	S	10,400	D	\$ 97.6033 (1) (2)	300	D
Class A Common Stock	07/30/2014	M	12,000	A	\$ 53.26	12,300	D
Class A Common Stock	07/30/2014	S	12,000	D	\$ 97.6033 (1) (2)	300	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**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	07/30/2014		M		3,200		05/21/2010	05/21/2019	Class A Common Stock	3,200
Stock Option	\$ 42.99	07/30/2014		M		11,000		05/27/2011	05/27/2020	Class A Common Stock	11,000
Stock Option	\$ 53.48	07/30/2014		M		10,400		05/26/2012	05/26/2021	Class A Common Stock	10,400
Stock Option	\$ 53.26	07/30/2014		M		12,000		05/24/2013	05/24/2022	Class A Common Stock	12,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carroccia Frank C/O AMPHENOL TCS 200 INNOVATIVE WAY, SUITE 201 NASHUA, NH 03062			VP & GGM, GLBL INTERC SYS GRP	

## Signatures

Edward C.  
Wetmore, POA

07/31/2014

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).

(1) This transaction was executed in multiple trades at prices ranging from \$97.50 to \$97.89.

The price reported above reflects the weighted average sales price. The reporting person hereby undertakes to provide upon request to the

(2) SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.