

AMPHENOL CORP /DE/  
Form 4  
December 07, 2012

**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 \*  
**LORD JOHN R**

(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)  
**12/07/2012**

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)

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

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Class A Common Stock	12/07/2012		M		8,000	A	\$ 16.18 22,000
Class A Common Stock	12/07/2012		M		8,000	A	\$ 20.96 30,000
Class A Common Stock	12/07/2012		M		8,000	A	\$ 26.865 38,000
Class A Common Stock	12/07/2012		M		10,000	A	\$ 34.55 48,000

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Common Stock								
Class A Common Stock	12/07/2012		M	10,000	A	\$ 45.95	58,000	D
Class A Common Stock	12/07/2012		M	10,000	A	\$ 32.01	68,000	D
Class A Common Stock	12/07/2012		M	6,667	A	\$ 42.99	74,667	D
Class A Common Stock	12/07/2012		M	3,333	A	\$ 53.48	78,000	D
Class A Common Stock	12/07/2012		S	64,000	D	\$ <u>(1)</u> <u>(2)</u>	14,000	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	\$ 16.18	12/07/2012		M	8,000	05/27/2005 05/27/2014	Class A Common Stock 8,000
Stock Option	\$ 20.96	12/07/2012		M	8,000	05/26/2006 05/26/2015	Class A Common Stock 8,000
Stock Option	\$ 26.865	12/07/2012		M	8,000	05/25/2007 05/25/2016	Class A Common Stock 8,000

