

AMPHENOL CORP /DE/  
Form 4  
November 21, 2012

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
JEPSEN EDWARD G

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
11/20/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)

C/O AMPHENOL CORPORATION, 358 HALL AVENUE

(Street)

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

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

WALLINGFORD, CT 06492

(City) (State) (Zip)

**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)	
				(A) or (D)	Price			
				Code	V	Amount		
Class A Common Stock	11/20/2012		M	10,000	A	\$ 34.55	110,000	D
Class A Common Stock	11/20/2012		M	10,000	A	\$ 45.95	120,000	D
Class A Common Stock	11/20/2012		M	1,383	A	\$ 32.01	121,383	D
Class A Common Stock	11/20/2012		S	21,383	D	\$	100,000	D

Edgar Filing: AMPHENOL CORP /DE/ - Form 4

Common Stock						60.5099	
Class A Common Stock	11/21/2012		M	8,617	A	\$ 32.01	108,617 D
Class A Common Stock	11/21/2012		M	6,667	A	\$ 42.99	115,284 D
Class A Common Stock	11/21/2012		M	3,333	A	\$ 53.48	118,617 D
Class A Common Stock	11/21/2012		S	18,617	D	\$ 60.5249	100,000 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 <u>(1)</u>	\$ 34.55	11/20/2012		M	10,000	05/24/2008 <sup>(2)</sup> 05/24/2017	Class A Common Stock 10,000
Stock Option	\$ 45.95	11/20/2012		M	10,000	05/22/2009 <sup>(2)</sup> 05/21/2018	Class A Common Stock 10,000
Stock Option	\$ 32.01	11/20/2012		M	1,383	05/21/2010 05/20/2019	Class A Common Stock 1,383
Stock Option	\$ 32.01	11/21/2012		M	8,617	05/21/2010 05/20/2019	Class A Common Stock 8,617

