

AMPHENOL CORP /DE/  
Form 4  
July 27, 2005

**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  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MONTEITH JEROME**

(Last) (First) (Middle)

**227 GREEN HILL ROAD**

(Street)

**MADISON, CT 06443**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**AMPHENOL CORP /DE/ [APH]**

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

**07/25/2005**

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 \_\_\_\_\_ Other (specify  
below) below)  
**VICE PRESIDENT HUMAN RESOURCES**

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	07/25/2005		M		1,008	A	\$ 8	1,008	D
Class A Common Stock	07/25/2005		M		2,700	A	\$ 20.09	3,708	D
Class A Common Stock	07/25/2005		M		12,600	A	\$ 21.905	16,308	D
Class A Common	07/25/2005		M		38,000	A	\$ 24.7813	54,308	D

Stock

Class A

Common 07/25/2005

S 54,308 D \$ 44 0 D

Stock

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.**

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(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 Date	Title Amount or Number of Shares
Stock Option	\$ 20.615					04/25/2004 04/25/2011	Class A Common Stock 2,800
Stock Option	\$ 30.15					04/16/2005 04/16/2014	Class A Common Stock 17,500
Stock Option	\$ 36.79					04/12/2006 04/12/2015	Class A Common Stock 17,500
Stock Option	\$ 8	07/25/2005		M	1,008	10/26/2003 10/26/2008	Class A Common Stock 1,008
Stock Option	\$ 20.09	07/25/2005		M	2,700	04/15/2005 04/15/2013	Class A Common Stock 2,700
Stock Option	\$ 21.905	07/25/2005		M	12,600	05/02/2005 05/02/2012	Class A Common Stock 12,600
Stock Option	\$ 24.7813	07/25/2005		M	38,000	06/06/2005 06/06/2010	Class A Common Stock 38,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MONTEITH JEROME 227 GREEN HILL ROAD MADISON, CT 06443			VICE PRESIDENT HUMAN RESOURCES	

## Signatures

Edward C. Wetmore, POA	07/27/2005
<small>**Signature of Reporting Person</small>	<small>Date</small>

## 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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