AMETEK INC/ Form 4 June 03, 2005

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

**OMB APPROVAL** 

3235-0287

Expires:

January 31, 2005

0.5

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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 See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * ZAPICO DAVID A			2. Issuer Name <b>and</b> Ticker or Trading Symbol AMETEK INC/ [AME]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	()		
37 NORTH V ROAD, BUIL			(Month/Day/Year) 06/02/2005	Director 10% Owner X Officer (give title Other (specify below) below)  PRES ELECTRONIC INSTRUMENTS		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
PAOLI, PA 19	9301-0801		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State) (Z	Table	I - Non-De	erivative S	ecurit	ies Acquired	l, 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. Transacti Code (Instr. 8)	4. Securit or Dispos (Instr. 3,	sed of	` ′	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	06/02/2005		M	15,700	A	\$ 13.1425	63,232	D	
Common Stock	06/02/2005		M	15,000	A	\$ 18.82	78,232	D	
Common Stock	06/02/2005		S	4,800	D	\$ 38.6	73,432	D	
Common Stock	06/02/2005		S	4,600	D	\$ 38.61	68,832	D	
Common Stock	06/02/2005		S	400	D	\$ 38.62	68,432	D	

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Common Stock	06/02/2005	S	200	D	\$ 38.66	68,232	D
Common Stock	06/02/2005	S	100	D	\$ 38.68	68,132	D
Common Stock	06/02/2005	S	200	D	\$ 38.69	67,932	D
Common Stock	06/02/2005	S	4,400	D	\$ 38.82	63,532	D
Common Stock	06/02/2005	S	10,000	D	\$ 38.9	53,532	D
Common Stock	06/02/2005	S	400	D	\$ 38.91	53,132	D
Common Stock	06/02/2005	S	600	D	\$ 38.93	52,532	D
Common Stock	06/02/2005	S	5,000	D	\$ 38.94	47,532	D
Common Stock/SERP						4,031.34	D

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

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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. Transactic Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration Dat	5. 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	\$ 18.0625						05/20/2004	05/19/2010	Common Stock	32,000	
Stock Option	\$ 26.175						05/18/2005	05/17/2011	Common Stock	20,000	
Stock Option	\$ 30.405						09/22/2005	09/21/2011	Common Stock	18,800	

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Stock Option	\$ 37.93				04/27/2006	04/26/2012	Common Stock	15,210
Stock Option	\$ 13.1425	06/02/2005	M	15,700	05/22/2002	05/21/2008	Common Stock	15,700
Stock Option	\$ 18.82	06/02/2005	M	15,000	05/22/2003	05/21/2009	Common Stock	15,000

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ZAPICO DAVID A 37 NORTH VALLEY ROAD BUILDING 4 PAOLI, PA 19301-0801

PRES. - ELECTRONIC INSTRUMENTS

# **Signatures**

DAVID A. 2APICO 06/02/2005

\*\*Signature of Date Reporting Person

#### **Explanation of Responses:**

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

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.

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