

AMETEK INC/
Form 4
June 03, 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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ZAPICO DAVID A

(Last) (First) (Middle)

37 NORTH VALLEY
ROAD, BUILDING 4

(Street)

PAOLI, PA 19301-0801

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AMETEK INC/ [AME]

3. Date of Earliest Transaction
(Month/Day/Year)
06/02/2005

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)
PRES. - ELECTRONIC INSTRUMENTS

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	
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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(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	\$ 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

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. 06/02/2005
ZAPICO

__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).

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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