

AMETEK INC/  
Form 4  
May 16, 2008

**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  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**CHLEBEK ROBERT W**

(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)  
**05/16/2008**

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 below) \_\_\_\_ Other (specify 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	05/16/2008		M		6,034	A \$ 25.2867	33,024 D
Common Stock	05/16/2008		M		5,621	A \$ 33.2667	38,645 D
Common Stock	05/16/2008		S		6,655	D \$ 52.3	31,990 D
Common Stock	05/16/2008		S		82	D \$ 52.3001	31,908 D
Common Stock	05/16/2008		S		4,918	D \$ 52.31	26,990 D

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Common  
Stock/SERP

25,126 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. 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)		8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		
Stock Option	\$ 17.45					05/18/2005	05/17/2011	Common Stock		7,500
Stock Option	\$ 20.27					09/22/2005	09/21/2011	Common Stock		7,050
Stock Option	\$ 36.44					04/24/2008	04/23/2014	Common Stock		20,000
Stock Option	\$ 48.6					04/23/2009	04/22/2015	Common Stock		19,930
Stock Option	\$ 25.2867	05/16/2008		M	6,034	04/27/2006	04/26/2012	Common Stock		6,034
Stock Option	\$ 33.2667	05/16/2008		M	5,621	04/26/2007	04/25/2013	Common Stock		5,621

## Reporting Owners

Reporting Owner Name / Address	Relationships
CHLEBEK ROBERT W 37 NORTH VALLEY ROAD BUILDING 4 PAOLI, PA 19301-0801	Director 10% Owner Officer Other  PRES. - ELECTRONIC INSTRUMENTS

## Signatures

ROBERTWCHLEBEK

05/16/2008

\_\_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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