

AMETEK INC/
Form 4
June 03, 2005

FORM 4

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

OMB APPROVAL

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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 *
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
 Officer (give title below) ___ Other (specify below)
PRES. - ELECTRONIC INSTRUMENTS

6. Individual or Joint/Group Filing(Check Applicable Line)
 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	D	
Common Stock	06/02/2005		M		15,000 A \$ 18.82	D	
Common Stock	06/02/2005		S		4,800 D \$ 38.6	D	
Common Stock	06/02/2005		S		4,600 D \$ 38.61	D	
Common Stock	06/02/2005		S		400 D \$ 38.62	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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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

Instrument Type	Price	Grant Date	Exercise Term	Quantity	Expiration Date	Common Stock	Shares
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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