

HERMANCE FRANK S
Form 4
November 15, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HERMANCE FRANK S

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
37 NORTH VALLEY ROAD, BUILDING 4
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/15/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
CHAIRMAN OF THE BOARD & CEO

PAOLI, PA 19301-0801

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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	11/15/2005		M		100,000	A	\$ 10.4844
Common Stock	11/15/2005		S		58,500	D	\$ 43
Common Stock	11/15/2005		S		5,000	D	\$ 43.01
Common Stock	11/15/2005		S		9,400	D	\$ 43.02
Common Stock	11/15/2005		S		5,600	D	\$ 43.05

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Common Stock	11/15/2005	S	1,900	D	\$ 43.1	703,912	D	
Common Stock	11/15/2005	S	100	D	\$ 43.24	703,812	D	
Common Stock	11/15/2005	S	200	D	\$ 43.33	703,612	D	
Common Stock	11/15/2005	S	1,800	D	\$ 43.35	701,812	D	
Common Stock	11/15/2005	S	900	D	\$ 43.42	700,912	D	
Common Stock	11/15/2005	S	12,400	D	\$ 43.45	688,512	D	
Common Stock	11/15/2005	S	4,200	D	\$ 43.48	684,312	D	
Common Stock/SERP						71,583.42	D	
Common Stock						80,000	I	By Wife

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 of Number of Shares
Stock Option	\$ 12.22					12/15/2000	12/14/2007	Common Stock	160,000
Stock Option	\$ 18.0625					05/20/2004	05/19/2010	Common Stock	160,000
Stock Option	\$ 18.82					05/22/2003	05/21/2009	Common Stock	140,000
Stock Option	\$ 26.175					05/18/2005	05/17/2011	Common Stock	119,330

Stock Option	\$ 30.405				09/22/2005	09/21/2011	Common Stock	56,085	
Stock Option	\$ 37.93				04/27/2006	04/26/2012	Common Stock	87,050	
Stock Option	\$ 10.4844	11/15/2005		M	100,000	09/17/2000	09/16/2006	Common Stock	100,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERMANCE FRANK S 37 NORTH VALLEY ROAD BUILDING 4 PAOLI, PA 19301-0801	X		CHAIRMAN OF THE BOARD & CEO	

Signatures

FRANK S
HERMANCE
11/15/2005

**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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