

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

**FORM 4**

// Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.  
 See Instruction 1(b)

**OMB APPROVAL**  
**OMB NUMBER: 3235-0287**  
**Expires: January 31, 2005**  
**Estimated average burden hours per response.....0.5**

**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(f) of the Investment Company Act of 1940**

(Print or Type Responses)

1. Name and Address of Reporting Person*  <b>Varet Elizabeth R.</b> (Last) (First) (Middle)	2. Issuer Name and Ticker or Trading Symbol  <b>AMETEK, INC. (AME)</b>	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer(give title below) <input type="checkbox"/> Other (specify below)
3. IRS Identification Number of Reporting Person, if an entity (Voluntary)  <b>American Securities Capital Partners, L.P.</b> <b>666 Third Avenue</b> (Street)  <b>New York NY 10017</b> (City) (State) (Zip)		4. Statement for Month/Year  <b>December 3, 2002</b>
7. Individual or Joint/Group (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
5. If Amendment, Date of Original (Month/Year)		

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (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 at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/03/02	S	6,200 D 37.9953	64,000	D	
				1,800	I	(1)
				491,888	I	(2)

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

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

**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-control number.**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (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. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

- (1) As custodian for children. The reporting person disclaims any beneficial interest in such shares.
- (2) Held by trusts of which the reporting person is a co-trustee and co-beneficiary.

/s/ Elizabeth R. Varet  
 \*\*Signature of Reporting Person

12/05/02  
 Date

\*\* 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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