SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
MOLINELLI JOHN J	AMETEK INC/ [AME]	Director / 10% Owner / **X** Officer (give title below) / Other (specify below)
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/08/2005	EXECUTIVE VP & CFO
37 NORTH VALLEY ROAD		
BUILDING 4		
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
PAOLI PA 19301-0801		**X** Form filed by One Reporting Person
(City) (State) (Zip)		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	02/08/2005		M		25,000	A	$7.2294	179,580	D	
Common Stock	02/08/2005		S		3,200	D	$39.45	176,380	D	
Common Stock	02/08/2005		S		12,900	D	$39.5	163,480	D	
Common Stock	02/08/2005		S		1,800	D	$39.55	161,680	D	
Common Stock	02/08/2005		S		5,000	D	$39.7	156,680	D	
Common Stock	02/08/2005		S		2,100	D	$39.75	154,580	D	
401K PLAN								333	I	401K PLAN
Common Stock/SERP								26,950.54	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option	$7.2294	02/08/2005		M			25,000	04/08/1997	04/07/2006	Common Stock	25,000	$7.2294	21,702	D	
Stock Option	$9.9688							04/13/2001	04/12/2007	Common Stock	65,000		65,000	D	
Stock Option	$10							04/15/2000	04/14/2006	Common Stock	60,000		60,000	D	
Stock Option	$13.1425							05/22/2002	05/21/2008	Common Stock	65,000		65,000	D	
Stock Option	$18.0625							05/20/2004	05/19/2010	Common Stock	60,000		60,000	D	
Stock Option	$18.82							05/22/2003	05/21/2009	Common Stock	55,000		55,000	D	
Stock Option	$26.175							05/18/2005	05/17/2011	Common Stock	26,250		26,250	D	
Stock Option	$30.405							09/22/2005	09/21/2011	Common Stock	24,680		24,680	D	

Explanation of Responses:

Kathryn E. Londra   02/09/2005

** Signature of Reporting Person   Date

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).