FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

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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).

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

| 1. Name and Address of Reporting Person*  MOLINELLI JOHN J   |  |     |           |   |   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol AMETEK INC/ [ AME ] |                                  |       |   |   |   |  |  | cable)<br>or  | ng Person(s) to Issuer  10% Owner                                 |   |  |
|--|--|-----|-----------|---|---|--|----------------------------------|-------|---|---|---|--|--|---|---|---|--|
| (Last) (First) (Middle) 37 NORTH VALLEY ROAD BUILDING 4      |  |     |           |   | 3. Date of Earliest Transaction (Month/Day/Year) 12/31/2003 |  |                                  |       |   |   |   |  | below)   | Officer (give title below)  EXECUTIVE VP & CFO  |   |   |  |
| (Street) PAOLI PA 19301-0801 (City) (State) (Zip)            |  |     |           |   | 4. If Amendment, Date of Original Filed (Month/Day/Year)    |  |                                  |       |   |   |   |  | e)<br>X Form   | vidual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person |   |   |  |
|  |  | Tab | le I - No | n-Deriva                                    | ative S   | ecurities Ac   | quired                           | , Dis | posed c   | of, or                                      | Ben   | eficial  | ly Owne  | t   |   |   |  |
| 1. Title of Security (Instr. 3)  2. Transact Date (Month/Day |  |     |           |   |   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)            | Transaction Dispose Code (Instr. |       |   | ities Acquired (A)<br>d Of (D) (Instr. 3, 4 |   |  | Beneficially Owned Following                                     |   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |  |
|  |  |     |           |   |   |  | Code                             | v     | Amount  | (A<br>(D                                    | A) or<br>D)   | Price  | Reporte<br>Transac<br>(Instr. 3                                  | tion(s)   |   | (Instr. 4)  |  |
| Common Stock   |  |     |           |   |   |  |                                  |       |   |   |   |  | 68   | ,025  | D   |   |  |
| 401K PLAN 12/31/2  |  |     |           |   | 2003  |  | J                                |       | 1   |   | A   | \$0  | 1  | 166   | I   | 401K<br>PLAN  |  |
| Common Stock/SERP 12/31/2                                    |  |     |           |   |   |  | J <sup>(1)</sup>                 |       | 305.98  | 3   | A   | \$47.11  | 12,0   | 028.04  | D   |   |  |
|  |  | Т   |           |   |   | curities Acqu<br>lls, warrants   |                                  |       |   |   |   |  | Owned  |   |   |   |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)          | vative Conversion Date Execution Date, urity or Exercise (Month/Day/Year) if any |     |           | ransaction of I<br>ode (Instr. Derivative ( |   | s. Date Exercisable and<br>Expiration Date<br>Month/Day/Year)          |                                  |       | 7. Title and Amo<br>of Securities<br>Underlying<br>Derivative Secur<br>(Instr. 3 and 4) |   | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>derivative<br>Securities<br>Beneficiall<br>Owned<br>Following<br>Reported | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4 | Beneficial<br>Ownership<br>(Instr. 4)   |   |   |  |

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |      | Transaction of Code (Instr. Derivative |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                     | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                 | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---|---|--|---|------|--|-----|--|---------------------|---|-----------------|---|--|--|--|--|
|   |   |  |   | Code | v                                      | (A) | (D)  | Date<br>Exercisable | Expiration<br>Date  | Title           | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |  |
| Stock<br>Option                                     | \$14.4587   |  |   |      |  |     |  | 04/08/1997          | 04/07/2006  | Common<br>Stock | 36,051  |  | 36,051   | D  |  |
| Stock<br>Option                                     | \$19.9375   |  |   |      |  |     |  | 04/13/2001          | 04/12/2007  | Common<br>Stock | 32,500  |  | 32,500   | D  |  |
| Stock<br>Option                                     | \$20  |  |   |      |  |     |  | 04/15/2000          | 04/14/2006  | Common<br>Stock | 30,000  |  | 30,000   | D  |  |
| Stock<br>Option                                     | \$26.285  |  |   |      |  |     |  | 05/22/2002          | 05/21/2008  | Common<br>Stock | 32,500  |  | 32,500   | D  |  |
| Stock<br>Option                                     | \$30.3438   |  |   |      |  |     |  | 04/15/1999          | 04/14/2005  | Common<br>Stock | 30,000  |  | 30,000   | D  |  |
| Stock<br>Option                                     | \$36.125  |  |   |      |  |     |  | 05/20/2004          | 05/19/2010  | Common<br>Stock | 30,000  |  | 30,000   | D  |  |
| Stock<br>Option                                     | \$37.64   |  |   |      |  |     |  | 05/22/2003          | 05/21/2009  | Common<br>Stock | 27,500  |  | 27,500   | D  |  |

## **Explanation of Responses:**

1. Allocated pursuant to the AMETEK, Inc. Supplemental Executive Retirement Plan under which shares are automatically distributed on a one-for-one basis upon the participant's retirement.

Kathryn E. Londra

01/02/2004

\*\* Signature of Reporting Person

Date

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

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

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).