

AMETEK INC/
Form 4
October 23, 2007

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 *
MOLINELLI JOHN J

(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)
10/22/2007

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)
EXECUTIVE VP & CFO

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	10/22/2007		M		67,500	A	\$ 8.7617
Common Stock	10/22/2007		S		20,000	D	\$ 45.25
Common Stock	10/22/2007		S		14,900	D	\$ 45.3
Common Stock	10/22/2007		S		100	D	\$ 45.31
Common Stock	10/22/2007		S		5,000	D	\$ 45.35

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Common Stock	10/22/2007		S	5,000	D	\$ 45.4	273,377	D	
Common Stock	10/22/2007		S	10,000	D	\$ 45.45	263,377	D	
Common Stock	10/22/2007		S	12,500	D	\$ 45.5	250,877	D	
Common Stock/SERP							44,735	D	
401K PLAN	10/22/2007		J ⁽¹⁾	1	A	\$ 0	504	I	401K PLAN

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 or Number of Shares
Stock Option	\$ 12.0417					05/20/2004 05/19/2010	Common Stock 90,000
Stock Option	\$ 12.5467					05/22/2003 05/21/2009	Common Stock 82,500
Stock Option	\$ 17.45					05/18/2005 05/17/2011	Common Stock 39,375
Stock Option	\$ 20.27					09/22/2005 09/21/2011	Common Stock 37,020
Stock Option	\$ 25.2867					04/27/2006 04/26/2012	Common Stock 27,870
Stock Option	\$ 33.2667					04/26/2007 04/25/2013	Common Stock 27,990
Stock Option	\$ 36.44					04/24/2008 04/23/2014	Common Stock 30,750

Stock Option	\$ 8.7617	10/22/2007		M	67,500	05/22/2002	05/21/2008	Common Stock	67,500
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOLINELLI JOHN J 37 NORTH VALLEY ROAD BUILDING 4 PAOLI, PA 19301-0801			EXECUTIVE VP & CFO	

Signatures

JOHN J
MOLINELLI 10/23/2007

__Signature of Date
Reporting Person

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).
- (1) Represents dividend reinvestment under the Company's 401(k) Plan.

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