

NEUPAVER ALBERT J

Form 4

December 02, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
NEUPAVER ALBERT 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)
12/01/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____X____ Officer (give title _____ Other (specify
below) below)
PRESIDENT - ELECTROMECHANICAL

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 (D)	Price	
Common Stock	12/01/2005		M		3,700	A \$ 13.1425	85,030 D
Common Stock	12/01/2005		S		500	D \$ 43.5	84,530 D
Common Stock	12/01/2005		S		2,900	D \$ 43.55	81,630 D
Common Stock	12/01/2005		S		200	D \$ 43.57	81,430 D
Common Stock	12/01/2005		S		100	D \$ 43.63	81,330 D

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Common Stock/SERP	25,947.5	D	
401K PLAN	6,475	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)		8. Amount or Number of Shares	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 18.0625							05/20/2004	05/19/2010	Common Stock	55,000
Stock Option	\$ 18.82							05/22/2003	05/21/2009	Common Stock	55,000
Stock Option	\$ 26.175							05/18/2005	05/17/2011	Common Stock	25,000
Stock Option	\$ 30.405							09/22/2005	09/21/2011	Common Stock	23,500
Stock Option	\$ 37.93							04/27/2006	04/26/2012	Common Stock	16,090
Stock Option	\$ 13.1425	12/01/2005		M		3,700		05/22/2002	05/21/2008	Common Stock	3,700

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
NEUPAVER ALBERT J 37 NORTH VALLEY ROAD BUILDING 4	PRESIDENT - ELECTROMECHANICAL

PAOLI, PA 19301-0801

Signatures

ALBERT J
NEUPAVER

12/02/2005

__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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