AMETEK INC/ Form 4 February 12, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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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

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CHLEBEK ROBERT W			2. Issuer Name and Ticker or Trading Symbol AMETEK INC/ [AME]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	()		
37 NORTH V ROAD, BUIL			(Month/Day/Year) 02/12/2008	Director 10% Owner X Officer (give title Other (specify below) below) PRES ELECTRONIC INSTRUMENTS		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
PAOLI, PA 19301-0801			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State) (Z	Table	I - Non-De	erivative S	ecurit	ies Acquired	, Disposed of, or	Beneficially	Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		· ·		sed of	(D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(======================================	
Common Stock	02/12/2008		M	7,050	A	\$ 20.27	28,560	D	
Common Stock	02/12/2008		M	12,067	A	\$ 25.2867	40,627	D	
Common Stock	02/12/2008		S	25	D	\$ 43.31	40,602	D	
Common Stock	02/12/2008		S	1,975	D	\$ 43.313	38,627	D	
Common Stock	02/12/2008		S	500	D	\$ 43.32	38,127	D	

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Common Stock	02/12/2008	S	700	D	\$ 43.323	37,427	D
Common Stock	02/12/2008	S	1,800	D	\$ 43.325	35,627	D
Common Stock	02/12/2008	S	400	D	\$ 43.355	35,227	D
Common Stock	02/12/2008	S	1,200	D	\$ 43.357	34,027	D
Common Stock	02/12/2008	S	400	D	\$ 43.36	33,627	D
Common Stock	02/12/2008	S	50	D	\$ 43.368	33,577	D
Common Stock	02/12/2008	S	1,250	D	\$ 43.368	32,327	D
Common Stock	02/12/2008	S	817	D	\$ 43.375	31,510	D
Common Stock	02/12/2008	S	5,000	D	\$ 43.4	26,510	D
Common Stock	02/12/2008	S	5,000	D	\$ 43.45	21,510	D
Common Stock/SERP						25,126	D

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

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SEC 1474 (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 Derivation Securities Acquires or Disposition (D) (Instr. 3 and 5)	es ed (A) osed of	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 17.45						05/18/2005	05/17/2011	Common Stock	7,500

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Stock Option	\$ 33.2667				04/26/2007	04/25/2013	Common Stock	22,485
Stock Option	\$ 36.44				04/24/2008	04/23/2014	Common Stock	20,000
Stock Option	\$ 20.27	02/12/2008	M	7,050	09/22/2005	09/21/2011	Common Stock	7,050
Stock Option	\$ 25.2867	02/12/2008	М	12,067	04/27/2006	04/26/2012	Common Stock	12,067

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CHLEBEK ROBERT W 37 NORTH VALLEY ROAD BUILDING 4 PAOLI, PA 19301-0801

PRES. - ELECTRONIC INSTRUMENTS

Signatures

ROBERTWCHLEBEK

02/12/2008

**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. 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 number.

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