

SPOERRY ROBERT F  
Form 4  
December 05, 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  
Number: 3235-0287  
Expires: January 31,  
2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SPOERRY ROBERT F

2. Issuer Name **and** Ticker or Trading  
Symbol  
METTLER TOLEDO  
INTERNATIONAL INC/ [MTD]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

IM LANGACHER, CH-8606  
GREIFENSEE

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/01/2005

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chairman, President and CEO

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

SWITZERLAND

(City) (State) (Zip)

**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)
Common Stock, par value \$0.01 per share	12/01/2005		M <sup>(1)</sup>	2,444 A	\$ 7.95 349,270	D	
Common Stock, par value \$0.01 per share	12/01/2005		S <sup>(1)</sup>	2,444 D	\$ 57.4908 346,826	D	
	12/01/2005		M <sup>(1)</sup>	10,000 A	\$ 7.95 356,826	D	

Common  
Stock, par  
value  
\$0.01 per  
share

Common  
Stock, par  
value  
\$0.01 per  
share

12/01/2005

S<sup>(1)</sup>

10,000 D

\$  
57.4271

346,826

D

Common  
Stock, par  
value  
\$0.01 per  
share

12/02/2005

M<sup>(1)</sup>

13,000 A

\$ 7.95

359,826

D

Common  
Stock, par  
value  
\$0.01 per  
share

12/02/2005

S<sup>(1)</sup>

13,000 D

\$  
57.3417

346,826

D

Common  
Stock, par  
value  
\$0.01 per  
share

17,778 <sup>(2)</sup>

I

Held by  
spouse

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
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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 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	\$ 7.95	12/01/2005		M	2,444	10/15/1997 <sup>(3)</sup> 10/15/2006	Common Stock, par 2,444

(right to  
buy)value  
\$0.01 per  
shareStock  
Option  
(right to  
buy)

\$ 7.95

12/01/2005

M

10,000

10/15/1997<sup>(3)</sup>

10/15/2006

Common  
Stock, par  
value  
\$0.01 per  
share

10,000

Stock  
Option  
(right to  
buy)

\$ 7.95

12/02/2005

M

13,000

10/15/1997<sup>(3)</sup>

10/15/2006

Common  
Stock, par  
value  
\$0.01 per  
share

13,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SPOERRY ROBERT F IM LANGACHER CH-8606 GREIFENSEE SWITZERLAND	X		Chairman, President and CEO	

## Signatures

James Bellerjeau, Attorney  
in Fact

12/05/2005

\_\_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).

- (1) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 3, 2005.
- (2) The reporting person disclaims beneficial ownership of these securities, and this report should not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (3) The options vested annually in five equal installments beginning on October 15, 1997.

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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