DONNELLY WILLIAM P

Form 4 May 14, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

Check this box

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

See Instruction 1(b).

(Last)

Stock, par

(Print or Type Responses)

1. Name and Address of Reporting Person * DONNELLY WILLIAM P

2. Issuer Name and Ticker or Trading

INTERNATIONAL INC/ [MTD]

Issuer

(Check all applicable)

(First) (Middle) 3. Date of Earliest Transaction

METTLER TOLEDO

Director 10% Owner Other (specify _X__ Officer (give title below)

5. Relationship of Reporting Person(s) to

1900 POLARIS PARKWAY

(Street)

05/10/2018

(Month/Day/Year)

Symbol

149.95

Executive Vice President 6. Individual or Joint/Group Filing(Check

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

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

COLUMBUS, OH 43240

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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	05/10/2018		M		` ,	\$ 149.95	4,000	D	
Common Stock, par value \$0.01 per share	05/10/2018		S	3,000	D	\$ 562.12 <u>(1)</u>	1,000	D	
Common	05/11/2018		M	2,000	A	\$	3,000	D	

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value \$0.01 per share								
Common Stock, par value \$0.01 per share	05/11/2018	S	482	D	\$ 563.69 (2)	2,518	D	
Common Stock, par value \$0.01 per share	05/11/2018	S	500	D	\$ 565	2,018	D	
Common Stock, par value \$0.01 per share	05/11/2018	S	1,000	D	\$ 566.13 (3)	1,018	D	
Common Stock, par value \$0.01 per share	05/11/2018	S	18	D	\$ 567	1,000	D	
Common Stock, par value \$0.01 per share						20,372	I	By spouse's trust
Common Stock, par value \$0.01 per share						20,389	I	By filer's trust

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

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SEC 1474 (9-02)

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired		
	Derivative				(A) or		

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	Security				(D)	osed of r. 3, 4, 5)				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 149.95	05/10/2018	M			3,000	11/02/2012(4)	11/02/2021	Common Stock, par value \$0.01 per share	3,000
Stock Option (right to buy)	\$ 149.95	05/11/2018	M			2,000	11/02/2012 <u>(4)</u>	11/02/2021	Common Stock, par value \$0.01 per share	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

DONNELLY WILLIAM P 1900 POLARIS PARKWAY COLUMBUS, OH 43240

Executive Vice President

Signatures

James Bellerjeau, Attorney in Fact

05/14/2018

**Signature of Reporting Person

Doto

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 the average sales price of multiple individual transactions at prices between \$562.00 and \$562.50. Filer agrees to provide, upon request by the Commission staff, full information regarding the number of shares purchased or sold at each separate price.
- (2) Represents the average sales price of multiple individual transactions at prices between \$563.66 and \$563.73. Filer agrees to provide, upon request by the Commission staff, full information regarding the number of shares purchased or sold at each separate price.
- (3) Represents the average sales price of multiple individual transactions at prices between \$566.00 and \$566.25. Filer agrees to provide, upon request by the Commission staff, full information regarding the number of shares purchased or sold at each separate price.
- (4) The options vested annually in five equal installments beginning on the first anniversary of the date of grant.

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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