

METTLER TOLEDO INTERNATIONAL INC/  
Form 8-K  
February 06, 2009

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 4, 2009

Mettler-Toledo International Inc.  
(Exact name of registrant as specified in its charter)

Delaware  
(State of incorporation)

File No. 001-13595  
(Commission File Number)

13-3668641  
(IRS Employer  
Identification No.)

Im Langacher, P.O. Box MT-100  
CH-8606, Greifensee, Switzerland  
and  
1900 Polaris Parkway  
Columbus, OH 43240

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(Address of principal executive offices) (zip code)

Registrant's telephone number, including area code: +41-1-944-2211 and 1-614-438-4511

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act  
(17 CFR 240.13e-4(c))

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Item Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers;  
5.02. Compensatory Arrangements of Certain Officers.

On February 4, 2009, Messrs. John Dickson and Philip Geier informed Mettler-Toledo International Inc. (the “Company”) that they would retire from the Company’s Board of Directors and not stand for reelection at the Company’s next annual meeting of shareholders.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

METTLER-TOLEDO INTERNATIONAL INC.

Dated: February 5, 2009

By: /s/ James T. Bellerjeau  
James T. Bellerjeau  
General Counsel