

METTLER TOLEDO INTERNATIONAL INC/  
Form 4  
February 23, 2015

**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  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

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

(Last) (First) (Middle)

**IM LANGACHER 44, CH-8606  
GREIFENSEE**

(Street)

**SWITZERLAND**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**METTLER TOLEDO  
INTERNATIONAL INC/ [MTD]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/19/2015**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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 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	02/19/2015		M	5,897	A \$ 68.06 11,484	D	
Common Stock, par value \$0.01 per share	02/19/2015		S	5,897	D \$ (1) 310.32 5,587	D	
	02/19/2015		M	100	A \$ 68.06 5,687	D	

Common  
Stock, par  
value  
\$0.01 per  
share

Common  
Stock, par  
value  
\$0.01 per  
share

02/19/2015

S

100

D

\$  
311.13

5,587

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/20/2015

M

1,503

A

\$ 68.06 7,090

D

Common  
Stock, par  
value  
\$0.01 per  
share

02/20/2015

S

1,503

D

\$  
310.25  
(2)

5,587

D

Common  
Stock, par  
value  
\$0.01 per  
share

17,777

I

By spouse

Common  
Stock, par  
value  
\$0.01 per  
share

346,826

I

By  
children  
(3)

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  
displays a currently valid OMB control  
number.**

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)
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					Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V (A) (D)				
Stock Option (right to buy)	\$ 68.06	02/19/2015	M	5,897	11/02/2007 <sup>(4)</sup>	05/02/2017	Common Stock, par value \$0.01 per share	5,897
Stock Option (right to buy)	\$ 68.06	02/19/2015	M	100	11/02/2007 <sup>(4)</sup>	05/02/2017	Common Stock, par value \$0.01 per share	100
Stock Option (right to buy)	\$ 68.06	02/20/2015	M	1,503	11/02/2007 <sup>(4)</sup>	05/02/2017	Common Stock, par value \$0.01 per share	1,503

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SPOERRY ROBERT F IM LANGACHER 44 CH-8606 GREIFENSEE SWITZERLAND	X			

## Signatures

James Bellerjeau, Attorney  
in Fact 02/23/2015

\_\_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) Represents the average sales price of multiple individual transactions at prices between \$310.00 and \$310.92. 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 \$310.00 and \$310.70. 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) Filer holds a pecuniary life interest (usufruct) on these shares.
- (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.