

METTLER TOLEDO INTERNATIONAL INC/  
 Form 4  
 November 09, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 LUETHI BEAT E

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)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/07/2007

Director 10% Owner  
 Officer (give title below) Other (specify below)  
 Head of Laboratory

IM LANGACHER, CH-8606 GREIFESEE

(Street)

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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|--|
|  |                                      |  | Code                           | V   | Amount  | (D)  | Price                                      |
| Common Stock, par value \$0.01 per share | 11/07/2007                           |  | M                              |   | 37,500  | A  | \$ 37.56                                   |
|  |                                      |  |                                |   | 44,824  |  |  |
| Common Stock, par value \$0.01 per share | 11/07/2007                           |  | S                              |   | 37,500  | D  | \$ 114.5608                                |
|  |                                      |  |                                |   | 7,324   |  |  |
|  | 11/07/2007                           |  | M                              |   | 24,000  | A  | \$ 47.95                                   |
|  |                                      |  |                                |   | 31,324  |  |  |

Common  
Stock, par  
value  
\$0.01 per  
share

Common  
Stock, par  
value  
\$0.01 per  
share

11/07/2007

S 24,000 D

\$  
114.5608 7,324

D

Common  
Stock, par  
value  
\$0.01 per  
share

11/07/2007

M 22,000 A

\$ 52.37 29,324

D

Common  
Stock, par  
value  
\$0.01 per  
share

11/07/2007

S 22,000 D

\$  
114.5608 7,324

D

Common  
Stock, par  
value  
\$0.01 per  
share

11/07/2007

M 9,000 A

\$ 68.06 16,324

D

Common  
Stock, par  
value  
\$0.01 per  
share

11/07/2007

S 9,000 D

\$  
113.3516 7,324

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 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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(4) The options vest annually in five equal installments beginning on November 2, 2007

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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