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METTLER TOLEDO INTERNATIONAL INC/  
Form 8-K  
November 08, 2005

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): November 7, 2005

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 (I.R.S. Employer Identification No.)
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Im Langacher, P.O. Box MT-100

CH-8606, Greifensee, Switzerland

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(Address of principal executive offices) (zip code)

Registrant's telephone number, including area code: +41-44-944-2211

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))

ITEM 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT

ITEM 2.03 CREATION OF A DIRECT FINANCIAL OBLIGATION

On November 7, 2005, Mettler-Toledo International Inc. ("Mettler-Toledo") and certain of its subsidiaries entered into amended and restated credit agreement (the "Amended Credit Agreement"), which amends and restates its existing Credit Agreement, dated as of November 12, 2003. The Amended Credit Agreement increases the amount that can be borrowed under the facility from \$300 million to \$450 million, extends the maturity date to

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November 2010 and lowers the margin applicable to the interest rate payable thereunder. The remaining terms of the Amended Credit Agreement are substantially the same as under the existing Credit Agreement. A copy of the Amended Credit Agreement is furnished hereto as Exhibit 10.1 to this report.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

Exhibit No. -----	Description -----
10.1	Amended and Restated Credit Agreement, dated as of November 7, 2005

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 thereunto duly authorized.

METTLER-TOLEDO INTERNATIONAL INC.

Dated: November 8, 2005

By: /s/ William P. Donnelly

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William P. Donnelly  
Chief Financial Officer