

SALICE THOMAS P
Form 4
September 11, 2017

FORM 4

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

OMB APPROVAL

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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 *
SALICE THOMAS P

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)
IM LANGACHER 44, CH-8606
GREIFENSEE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/07/2017

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

SWITZERLAND

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

(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	05/16/2017		G	V	500 ⁽¹⁾	D	\$ 0
					62,437	D	
Common Stock, par value \$0.01 per share	08/15/2017		G	V	800 ⁽¹⁾	D	\$ 0
					61,637	D	
	09/07/2017		M		890	A	62,527
						D	

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Common Stock, par value \$0.01 per share					\$					73.69	
Common Stock, par value \$0.01 per share	09/07/2017		S	890	D	\$ 611	61,637		D		
Common Stock, par value \$0.01 per share							40,000		I		By SRB Investments LLC <u>(2)</u>

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.

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(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)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Stock Option (right to buy)	\$ 73.69	09/07/2017		M	890	11/06/2009 ⁽³⁾ 11/06/2018	Common Stock, par value \$0.01 per share	890

Reporting Owners

Reporting Owner Name / Address Relationships

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Director 10% Owner Officer Other

SALICE THOMAS P
IM LANGACHER 44
CH-8606 GREIFENSEE
SWITZERLAND

X

Signatures

James Bellerjeau, Power of
Attorney

09/11/2017

__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) This transaction reflects gifts to a family foundation.

The reported securities are held by SRB Investments LLC, a limited liability company of which the reporting person is the sole

(2) Operations Manager. The reporting person disclaims beneficial ownership of the MTD common stock held by SRB Investments LLC except to the extent of his pecuniary interest therein.

(3) 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.

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