Caratsch Thomas
Form 3
February 08, 2008

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *
Â Caratsch Thomas

(Last) (First) (Middle)

IM LANGACHER,Â CH-8606 GREIFENSEE

(Street)

SWITZERLANDÂ

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
02/07/2008

3. Issuer Name **and** Ticker or Trading Symbol
METTLER TOLEDO INTERNATIONAL INC/ [MTD]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value $0.01 per share	770 (1)	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	03/01/2013	01/03/2018	Common Stock, par value $0.01 per share	12,000 (2)	$ 112.37	D	Â
Stock Option (right to buy)	01/03/2009	01/03/2018	Common Stock, par value $0.01 per share	7,500 (3)	$ 112.37	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Caratsch Thomas IM LANGACHER CH-8606 GREIFENSEE SWITZERLANDÂ	Â	Â	Â Head of Laboratory Division	Â

Signatures

James Bellerjeau, Attorney in Fact	02/08/2008
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 5(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) Of the total reported, 600 shares are restricted stock units for which shares of MTD common stock will be delivered upon satisfaction of applicable vesting requirements. The restricted stock units vest annually in five equal installments beginning on the first anniversary of the date of grant. The date of grant was November 1, 2007.

(2) The options will vest on March 1, 2013 provided the company has achieved at least 15% compound annual growth in its fully diluted earnings per share over the five year period January 1, 2008 through December 31, 2012. In addition, the options will vest fully upon certain events, including the merger, consolidation or change in control of the company.

(3) The options vest annually in five equal installments beginning on the first anniversary of the date of grant. In addition, all the options vest fully upon certain events, including the merger, consolidation or change in control of the company.

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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