

MEASUREMENT SPECIALTIES INC  
Form 8-K  
September 07, 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): September 6, 2005

MEASUREMENT SPECIALTIES, INC.  
(Exact name of registrant as specified in its charter)

New Jersey  
(State or other jurisdiction of  
incorporation)

1-11906  
Commission File Number

22-2378738  
(IRS Employer Identification No.)

1000 Lucas Way, Hampton, VA 23666  
(Address of principal executive offices) (Zip Code)

(757) 766-1500  
Registrant's telephone number, including area code

(Former name or former address, if changed since last report.)

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 (see General Instruction A.2. below):

- 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))
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**Item 3.01. Notice of Transfer of Listing**

On September 6, 2005 Measurement Specialties, Inc. (the “Registrant”) announced that its Board of Directors has approved the decision to cause the listing of its common stock to be withdrawn from the American Stock Exchange and to list its common stock on the Nasdaq Stock Market®. A copy of the press release, dated September 6, 2005, is filed as Exhibit 99.1 to this Form 8-K.

***Item 9.01. Financial Statements and Exhibits.***

*(c) Exhibits.* The exhibit index filed herewith is incorporated herein by reference.

Exhibit 99.1 - Press release dated September 6, 2005

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SIGNATURE

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, hereunto duly authorized.

Measurement Specialties, Inc.  
(Registrant)

Date: September 6, 2005

/S/ John P. Hopkins

John P. Hopkins  
Chief Financial Officer  
(authorized officer and principal financial officer)

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