

MEASUREMENT SPECIALTIES INC
Form 8-K
January 24, 2006

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): January 19, 2006

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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SECTION 2 FINANCIAL INFORMATION

ITEM 2.01 COMPLETION OF ACQUISITION

On January 19, 2006, Measurement Specialties, Inc. (the "Company") (NASDAQ: MEAS), a designer and manufacturer of sensors and sensor-based systems, consummated the acquisition of ATEX, a sensor company based outside of Paris, France. As previously reported in the Company's Form 8-K filed on December 8, 2005, the Company entered into a definitive agreement on December 5, 2005 to acquire all of the outstanding shares of ATEX stock for 2.7 million euro. As part of the transaction, the Company acquired approximately 0.5 million euro as cash on the balance sheet. The selling shareholders also have the potential to receive up to an additional 1.6 million euro in an earn-out tied to three year growth objectives.

Founded in 2000, ATEX specializes in providing vibration sensors to the Formula One racing market. For calendar 2005, ATEX had annual revenues of approximately 1.5 million euro, with customers predominantly in Europe.

Item 9.01. Financial Statements and Exhibits.

| EXHIBIT NO. | DESCRIPTION |
|--------------|--|
| Exhibit 99.1 | Press Release of Measurement Specialties, Inc. dated January 20, 2006. |

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: January 24, 2006

By: /s/ John P. Hopkins

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

