

MacGibbon Glen  
Form 3/A  
December 01, 2005

**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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â MacGibbon Glen                          |         | (Month/Day/Year)                     | MEASUREMENT SPECIALTIES INC [MEAS]   |  |
| (Last)                                    | (First) | (Middle)                             | 07/29/2005   |  |
| 1000 LUCAS WAY                            |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)   | 11/16/2005   |
| HAMPTON,Â VAÂ 23666                       |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | VP Global Sales and Marketing  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock, no par value         | 15,748   | D   | Â  |
| Common Stock, no par value         | 4,000  | I   | Parent   |

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

## Edgar Filing: MacGibbon Glen - Form 3/A

|                       | Date Exercisable          | Expiration Date           | Title                      | Amount or Number of Shares | Security               | Direct (D) or Indirect (I) (Instr. 5) |   |
|-----------------------|---------------------------|---------------------------|----------------------------|----------------------------|------------------------|---------------------------------------|---|
| Option (right to buy) | 11/07/2003 <sup>(1)</sup> | 11/07/2008 <sup>(2)</sup> | Common Stock, no par value | 40,370                     | \$ 1.64 <sup>(3)</sup> | D                                     | Â |

## Reporting Owners

| Reporting Owner Name / Address                        | Relationships |           |                                 |       |
|---|---------------|-----------|---------------------------------|-------|
|   | Director      | 10% Owner | Officer                         | Other |
| MacGibbon Glen<br>1000 LUCAS WAY<br>HAMPTON, VA 23666 | Â             | Â         | Â VP Global Sales and Marketing | Â     |

## Signatures

Glen MacGibbon 11/14/2005

\_\_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) All options are exercisable immediately
- (2) Option expiration dates range from 4/14/2006 to 11/7/2010
- (3) 21,250 options with an exercise price of \$1.64; 9,120 options with an exercise price of \$3.81; 10,000 options with an exercise price of \$13.48

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.