

SECURITIES AND EXCHANGE COMMISSION

Issuer Delisting; Order Granting the Application of Measurement Specialties, Inc. to Withdraw its Common Stock, no par value, from Listing and Registration on the American Stock Exchange LLC File No. 1-11906

October 26, 2005

On September 8, 2005, Measurement Specialties, Inc., a New Jersey corporation ("Issuer"), filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act")¹ and Rule 12d2-2(d) thereunder,² to withdraw its common stock, no par value ("Security"), from listing and registration on the American Stock Exchange LLC ("Amex"). Notice of such application requesting comments was published in the Federal Register on October 4, 2005.³ No comments were received. As discussed below, the Commission is granting the application.

The Issuer stated that it determined it is the best interest of the Issuer to withdraw the Security from Amex and list the Security on the Nasdaq National Market ("Nasdaq").

The Issuer stated that it has met the requirements of Amex's rules governing an issuer's voluntary withdrawal of a security from listing and registration by complying with all the applicable laws in effect in the State of New Jersey, the state in which it is incorporated. The Issuer's application relates solely to the withdrawal of the Security from listing on Amex and

¹ 15 U.S.C. 78j(d).

² 17 CFR 240.12d2-2(d).

³ See Securities Exchange Act Release No. 52520 (September 27, 2005), 70 FR 57906.

from registration under Section 12(b) of the Act,⁴ and shall not affect its obligation to be registered under Section 12(g) of the Act.⁵

The Commission, having considered the facts stated in the application and having due regard for the public interest and protection of investors, orders that the application be, and it hereby is, granted, effective at the opening of business on October 27, 2005.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.⁶

Jonathan G. Katz
Secretary

⁴ 15 U.S.C. 781(b).

⁵ 15 U.S.C. 781(g).

⁶ 17 CFR 200.30-3(a)(1).