
**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): June 22, 2009

Commission file number 333-113658

**Sensus Metering Systems
(Bermuda 2) Ltd.**

(Exact name of registrant as specified in its charter)

Sensus Metering Systems Inc.

(Exact name of registrant as specified in its charter)

Bermuda
(State or other jurisdiction of
incorporation or organization)

98-0413362
(I.R.S. Employer
Identification No.)

Delaware
(State or other jurisdiction of
incorporation or organization)

51-0338883
(I.R.S. Employer
Identification No.)

8537 Six Forks Road, Suite 400, Raleigh, North Carolina 27615
(Address of principal executive offices) (Zip Code)

(919) 845-4000
(Registrants' telephone number, including area code)

Not applicable
(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 8.01 Other Events

On June 22, 2009, Sensus Metering Systems (Bermuda 2) Ltd. and Sensus Metering Systems Inc. (collectively, the “Company”) announced that they have requested that their lenders approve certain amendments to the Company’s senior secured credit facility, which, among other things, would: (i) extend the maturity of revolving commitments and revolving loans held by revolving lenders who consent to such extension, (ii) extend the maturity of term loans held by term lenders who consent to such extension, (iii) increase the facility fees and interest rates payable to holders of extended revolving commitments, extended revolving loans and extended term loans, and (iv) include certain other modifications to the credit facility in connection with the foregoing. Although the Company believes it will be able to obtain the requested amendments, there can be no assurance that the requisite lenders will agree to them.

SIGNATURES

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.

SENSUS METERING SYSTEMS (BERMUDA 2) LTD.

Dated: June 22, 2009

By: /s/ Peter Mainz
Name: Peter Mainz
Title: Chief Executive Officer & President

SENSUS METERING SYSTEMS INC.

Dated: June 22, 2009

By: /s/ Peter Mainz
Name: Peter Mainz
Title: Chief Executive Officer & President