

TELEDYNE TECHNOLOGIES INC
 Form 4
 November 01, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
 SMITH MICHAEL T

2. Issuer Name and Ticker or Trading Symbol
 TELEDYNE TECHNOLOGIES INC
 [TDY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

1049 CAMINO DOS RIOS

(Street)

THOUSAND OAKS, CA 91360

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
 10/31/2013

Director 10% Owner
 Officer (give title below) Other (specify below)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	10/31/2013		M			957	A	\$ 12.54	20,739	D	
Common Stock	10/31/2013		M			529	A	\$ 12.85	21,268	D	
Common Stock	10/31/2013		M			178	A	\$ 13.45	21,446	D	
Common Stock	10/31/2013		M			188	A	\$ 12.71	21,634	D	
Common Stock	10/31/2013		M			336	A	\$ 13.07	21,970	D	

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Common Stock	10/31/2013	M	902	A	\$ 13.29	22,872	D
Common Stock	10/31/2013	M	527	A	\$ 12.9	23,399	D
Common Stock	10/31/2013	M	300	A	\$ 15.99	23,699	D
Common Stock	10/31/2013	M	342	A	\$ 19.86	24,041	D
Common Stock	10/31/2013	M	4,000	A	\$ 19.61	28,041	D
Common Stock	10/31/2013	S	4,000 (1)	D	\$ 90.0689 (1)	24,041	D
Common Stock	10/31/2013	S	2,071	D	\$ 90.1401	21,970	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Employee Director Stock Option (right--to-buy)	\$ 12.54	10/31/2013		M	957	01/02/2005 01/02/2014	Common Stock	99	
Non-Employee Director Stock Option (right--to-buy)	\$ 12.85	10/31/2013		M	529	01/27/2005 01/27/2014	Common Stock	52	
	\$ 13.45	10/31/2013		M	178	02/24/2005 02/24/2014		17	

Option Type	Exercise Price	Expiration Date	Grant Date	Term	Number of Shares	Start Date	End Date	Underlying Security	Quantity
Non-Employee Director Stock Option (right--to-buy)								Common Stock	
Non-Employee Director Stock Option (right--to-buy)	\$ 12.71	10/31/2013		M	188	04/02/2005	04/02/2014	Common Stock	188
Non-Employee Director Stock Option (right--to-buy)	\$ 13.07	10/31/2013		M	336	04/28/2005	04/28/2014	Common Stock	336
Non-Employee Director Stock Option (right--to-buy)	\$ 19.61	10/31/2013		M	4,000	04/28/2005	04/28/2014	Common Stock	4,000
Non-Employee Director Stock Option (right--to-buy)	\$ 13.29	10/31/2013		M	902	07/01/2005	07/01/2014	Common Stock	902
Non-Employee Director Stock Option (right--to-buy)	\$ 12.9	10/31/2013		M	527	07/27/2005	07/27/2014	Common Stock	527
Non-Employee Director Stock Option (right--to-buy)	\$ 15.99	10/31/2013		M	300	10/27/2005	10/27/2014	Common Stock	300
Non-Employee Director Stock Option (right--to-buy)	\$ 19.86	10/31/2013		M	342	12/15/2005	12/15/2014	Common Stock	342

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH MICHAEL T 1049 CAMINO DOS RIOS THOUSAND OAKS, CA 91360	X			

Signatures

Michael T. Smith by Melanie S. Cibik pursuant to Power of Attorney previously filed with SEC. 11/01/2013

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(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).

This transaction was executed in multiple trades at prices ranging from \$89.96 to \$90.29. The price reported above reflects the weighted
(1) average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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