

TELEDYNE TECHNOLOGIES INC

Form 4/A

November 19, 2014

FORM 4

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

OMB APPROVAL

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Expires: January 31, 2015
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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)

3. Date of Earliest Transaction
(Month/Day/Year)
10/16/2014

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

THOUSAND OAKS, CA 91360

4. If Amendment, Date Original Filed(Month/Day/Year)
10/16/2014

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

(City) (State) (Zip)

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 or Price (A) or (D)		
Common Stock	10/16/2014		M		613 A 29.33 <u>0</u> ⁽²⁾ <u>(1)</u>	D	
Common Stock	10/16/2014		M		377 A 26.99 <u>0</u> ⁽²⁾ <u>(1)</u>	D	
Common Stock	10/16/2014		M		115 A 31.31 <u>0</u> ⁽²⁾ <u>(1)</u>	D	
Common Stock	10/16/2014		M		236 A \$ 30.5 <u>0</u> ⁽²⁾ <u>(1)</u>	D	

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Common Stock	10/16/2014	M	240	A	\$ 27.40 ⁽²⁾ <u>(1)</u>	D
Common Stock	10/16/2014	M	123	A	\$ 29.27 ⁽²⁾ <u>(1)</u>	D
Common Stock	10/16/2014	M	110	A	\$ 32.67 ⁽²⁾ <u>(1)</u>	D
Common Stock	10/16/2014	M	548	A	\$ 32.84 ⁽²⁾ <u>(1)</u>	D
Common Stock	10/16/2014	M	701	A	\$ 34.19 ⁽²⁾ <u>(1)</u>	D
Common Stock	10/16/2014	M	117	A	\$ 38.36 ⁽²⁾ <u>(1)</u>	D
Common Stock	10/16/2014	M	122	A	\$ 36.72 ⁽²⁾ <u>(1)</u>	D
Common Stock	10/16/2014	M	127	A	\$ 35.32 ⁽²⁾ <u>(1)</u>	D
Common Stock	10/16/2014	M	438	A	\$ 30.76 ⁽²⁾ <u>(1)</u>	D

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

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SEC 1474
(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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or

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									Number of Shares
Non-Employee Director Stock Option (right--to-buy)	\$ 29.33 <u>(1)</u>	10/16/2014	M	613	01/03/2006	01/03/2015	Common Stock	613	
Non-Employee Director Stock Option (right--to-buy)	\$ 26.99 <u>(1)</u>	10/16/2014	M	377	01/25/2006	01/25/2015	Common Stock	377	
Non-Employee Director Stock Option (right--to-buy)	\$ 31.31 <u>(1)</u>	10/16/2014	M	115	02/17/2006	02/17/2015	Common Stock	115	
Non-Employee Director Stock Option (right--to-buy)	\$ 30.5 <u>(1)</u>	10/16/2014	M	236	02/22/2006	02/22/2015	Common Stock	236	
Non-Employee Director Stock Option (right--to-buy)	\$ 27.4 <u>(1)</u>	10/16/2014	M	240	04/26/2006	04/26/2015	Common Stock	240	
Non-Employee Director Stock Option (right--to-buy)	\$ 29.27 <u>(1)</u>	10/16/2014	M	123	04/27/2006	04/27/2014	Common Stock	123	
Non-Employee Director Stock Option (right--to-buy)	\$ 32.67 <u>(1)</u>	10/16/2014	M	110	06/28/2006	06/28/2015	Common Stock	110	
Non-Employee Director Stock Option (right--to-buy)	\$ 32.84 <u>(1)</u>	10/16/2014	M	548	07/01/2006	07/01/2015	Common Stock	548	
Non-Employee Director Stock Option (right--to-buy)	\$ 34.19 <u>(1)</u>	10/16/2014	M	701	07/26/2006	07/26/2015	Common Stock	701	
Non-Employee Director Stock Option (right--to-buy)	\$ 36.72 <u>(1)</u>	10/16/2014	M	122	08/23/2006	08/23/2015	Common Stock	122	
Non-Employee Director Stock Option	\$ 35.32 <u>(1)</u>	10/16/2014	M	127	10/25/2006	10/25/2015	Common Stock	127	

(right--to-buy)

Non-Employee

Director Stock Option	\$ 30.76 <u>(1)</u>	10/16/2014	M	438	12/14/2006	12/14/2015	Common Stock	438
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(right--to-buy)

Non-Employee

Director Stock Option	\$ 38.36 <u>(1)</u>	10/16/2014	M	117	08/03/2006	08/03/2015	Common Stock	117
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(right--to-buy)

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 S. Paul Sassalos pursuant to Power of Attorney previously filed with SEC. 11/19/2014

__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).
- (1) The Form 4 is being amended solely to correct a mistake in the exercise prices of options granted in 2005. Except for the corrected exercise prices noted herein, there are no other changes to the original Form 4.
- (2) Please see the amounts reported in the original filing, which remain unchanged.

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.