

TELEDYNE TECHNOLOGIES INC
Form 4
November 26, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
PICHELLI ALDO

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)
11/21/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Segment President & COO

THOUSAND OAKS, CA 91360
(City) (State) (Zip)

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 Price (D) | | |
| Common Stock | 11/21/2012 | | M | | 431 A \$ 26.99 | 52,073.627 | D |
| Common Stock | 11/21/2012 | | M | | 1,534 A \$ 19.27 | 53,607.627 | D |
| Common Stock | 11/21/2012 | | S | | 301 D \$ 62.6 | 53,306.627 | D |
| Common Stock | 11/21/2012 | | S | | 969 D \$ 62.6 | 52,337.627 | D |
| Common Stock | 11/23/2012 | | M | | 8,569 A \$ 26.99 | 60,906.627 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|----------------------------------|------------------|
| Common Stock | 11/23/2012 | M | 8,466 | A | \$ 19.27 | 69,372.627 | D |
| Common Stock | 11/23/2012 | S | 5,975 | D | \$ 62.6 | 63,397.627 | D |
| Common Stock | 11/23/2012 | S | 5,346 | D | \$ 62.6 | <u>58,051.627</u> ⁽¹⁾ | D ⁽¹⁾ |

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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|-------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Stock Option (right to buy) | \$ 26.99 | 11/21/2012 | | M | 431 | 01/25/2006 | 01/25/2015 | Common Stock | 43 |
| Stock Option (right-to-buy) | \$ 19.27 | 11/21/2012 | | M | 1,534 | 01/27/2005 | 01/27/2014 | Common Stock | 1,534 |
| Stock Option (right to buy) | \$ 26.99 | 11/23/2012 | | M | 8,569 | 01/25/2006 | 01/25/2015 | Common Stock | 8,569 |
| Stock Option (right-to-buy) | \$ 19.27 | 11/23/2012 | | M | 8,466 | 01/27/2005 | 01/27/2014 | Common Stock | 8,466 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| PICHELLI ALDO 1049 CAMINO DOS RIOS THOUSAND OAKS, CA 91360 | | | Segment President & COO | |

Signatures

Aldo Pichelli

11/26/2012

**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) At the completion of the reported transactions (exercise of stock options and sale of shares sufficient to cover aggregate exercise price and tax withholdings) Reporting Person holds 17,599.627 shares directly and 40,452 shares held indirectly by the Pichelli Living Trust. Shares held directly include 518.0310 shares purchased under the Employee Stock Purchase Plan and 883.596 shares held in the Teledyne Technologies 401(k) Plan based on information received as of January 24, 2012.

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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