

TELEDYNE TECHNOLOGIES INC
Form 4
November 01, 2006

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 *
MEHRABIAN ROBERT

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)
12333 W. OLYMPIC BLVD.
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/31/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
Chariman, President & CEO

LOS ANGELES, CA 90064

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

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 10/31/2006 | | S ⁽¹⁾ | | 0 ⁽¹⁾ | D ⁽¹⁾ | \$ 0 ⁽¹⁾ |
| Common Stock | 10/31/2006 | | S | | 2,700 | D | \$ 41.5 |
| Common Stock | 10/31/2006 | | S | | 1,000 | D | \$ 41.5201 |
| Common Stock | 10/31/2006 | | S | | 400 | D | \$ 41.53 |
| Common Stock | 10/31/2006 | | S | | 3,500 | D | \$ 41.55 |
| | | | | | | | 50,250 ⁽¹⁾ |
| | | | | | | | 127,902 ⁽²⁾ |
| | | | | | | | 126,902 |
| | | | | | | | 126,509 |
| | | | | | | | 123,002 |
| | | | | | | | D ⁽¹⁾ |
| | | | | | | | I ⁽²⁾ |
| | | | | | | | I |
| | | | | | | | I |
| | | | | | | | I |
| | | | | | | | Trust |
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| | | | | | | | | |
|--------------|------------|---|--------|---|------------|-----------------------|------------------|-------|
| Common Stock | 10/31/2006 | S | 600 | D | \$ 41.5501 | 122,402 | I | Trust |
| Common Stock | 10/31/2006 | S | 400 | D | \$ 41.56 | 122,002 | I | Trust |
| Common Stock | 10/31/2006 | S | 1,000 | D | \$ 41.57 | 121,002 | I | Trust |
| Common Stock | 10/31/2006 | S | 600 | D | \$ 41.59 | 120,402 | I | Trust |
| Common Stock | 10/31/2006 | S | 1,500 | D | \$ 41.5901 | 118,902 | I | Trust |
| Common Stock | 10/31/2006 | S | 12,500 | D | \$ 41.6 | 106,042 | I | Trust |
| Common Stock | 10/31/2006 | S | 2,400 | D | \$ 41.61 | 104,002 | I | Trust |
| Common Stock | 10/31/2006 | S | 1,000 | D | \$ 41.62 | 103,002 | I | Trust |
| Common Stock | 10/31/2006 | S | 4,600 | D | \$ 41.6201 | 98,402 | I | Trust |
| Common Stock | 10/31/2006 | S | 1,600 | D | \$ 41.63 | 96,802 | I | Trust |
| Common Stock | 10/31/2006 | S | 700 | D | \$ 41.64 | 96,102 | I | Trust |
| Common Stock | 10/31/2006 | S | 400 | D | \$ 41.6401 | 95,702 | I | Trust |
| Common Stock | 10/31/2006 | S | 1,600 | D | \$ 41.65 | 94,102 | I | Trust |
| Common Stock | 10/31/2006 | S | 100 | D | \$ 41.6501 | 94,002 | I | Trust |
| Common Stock | 10/31/2006 | S | 200 | D | \$ 41.66 | 93,802 | I | Trust |
| Common Stock | 10/31/2006 | S | 700 | D | \$ 41.67 | 93,102 | I | Trust |
| Common Stock | 10/31/2006 | S | 1,800 | D | \$ 41.68 | 91,302 | I | Trust |
| Common Stock | 10/31/2006 | S | 400 | D | \$ 41.7 | 90,902 | I | Trust |
| Common Stock | 10/31/2006 | S | 300 | D | \$ 41.73 | 90,602 | I | Trust |
| Common Stock | 10/31/2006 | S | 752 | D | \$ 41.74 | 89,850 ⁽³⁾ | I ⁽³⁾ | Trust |

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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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MEHRABIAN ROBERT 12333 W. OLYMPIC BLVD. LOS ANGELES, CA 90064 | X | | Chariman, President & CEO | |

Signatures

Robert Mehrabian 11/01/2006

**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) Reporting person holds 50,250 shares directly.
- (2) Reporting person holds 127,902 shares held indirectly by The Mehrabian Living Trust, Robert Mehrabian and Victoria A. Mehrabian, Trustees.
- (3) With the completion of the 24 transactions listed on this Form 4, Reporting person holds 50,250 shares directly and 89,850 shares held indirectly by The Mehrabian Living Trust, Robert Mehrabian and Victoria A. Mehrabian, Trustees.

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.