TELEDYNE TECHNOLOGIES INC
Form 4
October 28, 2008

# FORM 4

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

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 [*] BOZZONE ROBERT P | 2. Issuer Name **and** Ticker or Trading Symbol TELEDYNE TECHNOLOGIES INC [TDY] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) __X__ Director _____ 10% Owner _____ Officer (give title _____ Other (specify below) below) |
| --- | --- | --- |
| (Last) (First) (Middle) 1049 CAMINO DOS RIOS | 3. Date of Earliest Transaction (Month/Day/Year) 10/27/2008 | |
| (Street) | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person |
| THOUSAND OAKS, CA 91360 | | |
| (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 | (A) or (D) | Price | | | |
| Common Stock | 10/27/2008 | | S | | 13,911 | D | $ 37.23 (2) | 662,875 (1) | D (1) | |
| Common Stock | 10/27/2008 | | S | | 74,809 | D | $ 38.29 (3) | 588,066 (1) | D (1) | |
| Common Stock | 10/27/2008 | | S | | 42,616 | D | $ 39.28 (4) | 545,450 (1) | D (1) | |
| Common Stock | 10/27/2008 | | S | | 25,204 | D | $ 39.32 | 545,450 (1) | D (1) | |

| Common Stock | 10/27/2008 | | S | 100 | D | (5)<br>$ 39.77<br>(6) | 545,450 (1) | D (1) |
|---|---|---|---|---|---|---|---|---|

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) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr...) |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | 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 |
| BOZZONE ROBERT P<br>1049 CAMINO DOS RIOS<br>THOUSAND OAKS, CA 91360 | X | | | |

# Signatures

| Robert P. Bozzone by Melanie S. Cibik pursuant to Power of Attorney previously filed with SEC. | 10/28/2008 |
|---|---|
| **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) Mr. Bozzone sold a total of 131,336 shares and Mrs. Irene Bozzone, his wife, sold 25,304 shares. After these transactions Mr. Bozzone beneficially owns 545,450 shares. Mrs. Bozzone no longer holds any shares.

**(2)** This transaction was executed in multiple trades at prices ranging from $36.76 to $37.75. The price reported above reflects the weighted average sale 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 is effected.

**(3)** This transaction was executed in multiple trades at prices ranging from $37.76 to $38.75. The price reported above reflects the weighted average sale 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 is effected.

**(4)** This transaction was executed in multiple trades at prices ranging from $38.77 to $39.76. The price reported above reflects the weighted average sale 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 is effected.

**(5)** This transaction by Mrs. Irene Bozzone was executed in multiple trades at prices ranging from $38.75 to $39.715. The price reported above reflects the weighted average sale 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 is effected. Mr. Bozzone previously disclaimed beneficial ownership to these shares.

**(6)** This transaction was by Mrs. Irene Bozzone. Mr. Bozzone previously disclaimed beneficial ownership to these shares.

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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Explanation of Responses: 3