

TERADYNE, INC
Form 3
December 21, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Tempesta Daniel David		(Month/Day/Year)	TERADYNE, INC [[TER]]	
(Last)	(First)	(Middle)	12/19/2006	
600 RIVERPARK DRIVE		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)		(Check all applicable)		6. Individual or Joint/Group Filing(Check Applicable Line)
NORTH		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner		<input checked="" type="checkbox"/> Form filed by One Reporting Person
READING,Â MAÂ 01864		<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other		<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	Corporate Controller	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Shares	5,899	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Non-Qualified Stock Options (Right To Buy)	02/02/2005 ⁽¹⁾	02/02/2011	Common Shares	15,000	\$ 26.66	D	Â
Restricted Stock Units ⁽²⁾	12/06/2007 ⁽³⁾	Â ⁽³⁾	Common Stock	4,341	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tempesta Daniel David 600 RIVERPARK DRIVE NORTH READING, MA 01864	Â	Â	Â Corporate Controller	Â

Signatures

Daniel Tempesta 12/21/2006

^{**}Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) This option is granted under Teradyne's 1997 Stock Option Plan, as amended. The option to acquire 3,750 common shares became exercisable on February 2, 2005, and the balance of the options became exercisable on May 26, 2005.
- (2) These restricted stock units are granted under Teradyne's 1997 Stock Option Plan, as amended. Each restricted stock unit represents a right to receive one share of Teradyne, Inc. common stock.
- (3) The restricted stock units will vest on December 6, 2007.

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.