

TELEDYNE TECHNOLOGIES INC  
 Form 4  
 April 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 \*  
 DAHLBERG KENNETH C

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)  
 04/24/2012

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

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Code V Amount (D) Price   |  |                                   |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|--|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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|  | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A)              | (D) | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares |
|--|------------------------------|------------------|------------|--|------|---|------------------|-----|------------------|-----------------|--------------|----------------------------|
|  |                              |                  |            |  |      |   |                  |     |                  |                 |              |                            |
| Non-Employee Director Stock Option (right-to-buy) <u>(1)</u> | \$ 41.36                     | 04/24/2012       |            | A  |      |   | 218 <u>(1)</u>   |     | 04/24/2013       | 04/24/2022      | Common Stock | 2                          |
| Non-Employee Director Stock Option (right-to-buy) <u>(2)</u> | \$ 43.15                     | 04/25/2012       |            | A  |      |   | 70 <u>(2)</u>    |     | 04/25/2013       | 04/25/2022      | Common Stock | 7                          |
| Non-Employee Director Stock Option (right-to-buy) <u>(3)</u> | \$ 64.73                     | 04/25/2012       |            | A  |      |   | 4,000 <u>(3)</u> |     | 04/25/2013       | 04/25/2022      | Common Stock | 4,000                      |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| DAHLBERG KENNETH C<br>1049 CAMINO DOS RIOS<br>THOUSAND OAKS, CA 91360 | X             |           |         |       |

## Signatures

Kenneth C. Dahlberg by Melanie S. Cibik pursuant to Power of Attorney previously filed with SEC. 04/26/2012

\*\*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) Represents stock options (right-to-buy) issued to the Reporting Person as meeting fees under the Teledyne Technologies Incorporated 2008 Incentive Award Plan - Non-Employee Director Administrative Rules.
- (2) Represents stock options (right-to-buy) issued to the Reporting Person as meeting fees under the Teledyne Technologies Incorporated Amended and Restated 2008 Incentive Award Plan-Non-Employee Director Administrative Rules.
- (3)

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Represents annual stock option grant automatically issued after the Annual Meeting to Non-Employee Directors under the Teledyne Technologies Incorporated Amended and Restated 2008 Incentive Award Plan-Non-Employee Director Administrative Rules.

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.