

TELEDYNE TECHNOLOGIES INC
 Form 4
 March 18, 2015

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 *
CROCKER CHARLES

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)
03/17/2015

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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|--------|---|--|
| | | | Code | V | Amount | (D) | Price | | | |
| Common Stock | 03/17/2015 | | M | | 240 | A | \$ 27.4 | 36,762 | D | |
| Common Stock | 03/17/2015 | | M | | 123 | A | \$ 29.27 | 36,885 | D | |
| Common Stock | 03/17/2015 | | M | | 110 | A | \$ 32.67 | 36,995 | D | |
| Common Stock | 03/17/2015 | | M | | 263 | A | \$ 34.19 | 37,258 | D | |
| Common Stock | 03/17/2015 | | M | | 117 | A | \$ 38.36 | 37,375 | D | |

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| | | | | | | | |
|--------------|------------|---|-------|---|---------------------------|-----------------------|---|
| Common Stock | 03/17/2015 | M | 122 | A | \$ 36.72 | 37,497 | D |
| Common Stock | 03/17/2015 | M | 127 | A | \$ 35.32 | 37,624 | D |
| Common Stock | 03/17/2015 | M | 438 | A | \$ 30.76 | 38,062 | D |
| Common Stock | 03/17/2015 | M | 4,000 | A | \$ 29.27 | 42,062 | D |
| Common Stock | 03/17/2015 | S | 240 | D | \$ 100.0283 | 41,822 | D |
| Common Stock | 03/17/2015 | S | 123 | D | \$ 100.015 | 41,699 | D |
| Common Stock | 03/17/2015 | S | 110 | D | \$ 100.0235 | 41,589 | D |
| Common Stock | 03/17/2015 | S | 263 | D | \$ 100.0245 | 41,326 | D |
| Common Stock | 03/17/2015 | S | 117 | D | \$ 100.0301 | 41,209 | D |
| Common Stock | 03/17/2015 | S | 249 | D | \$ 100.0252 | 40,960 | D |
| Common Stock | 03/17/2015 | S | 438 | D | \$ 100.0245 | 40,522 | D |
| Common Stock | 03/17/2015 | S | 4,000 | D | \$ 100.4367 <u>(1)</u> | 36,522 ⁽²⁾ | D |

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 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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|-----------|
| | | | | | Code V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or |

| | | | | | | | | | | Num of Shar |
|---|----------|------------|---|-------|------------|------------|-----------------|--|-----|-------------------|
| Non-Employee Director Stock Option (right--to-buy) | \$ 27.4 | 03/17/2015 | M | 240 | 04/26/2006 | 04/26/2015 | Common Stock | | 2 | |
| Non-Employee Director Stock Option (right--to-buy) | \$ 29.27 | 03/17/2015 | M | 123 | 04/27/2006 | 04/27/2015 | Common Stock | | 1 | |
| Non-Employee Director Stock Option (right--to-buy) | \$ 32.67 | 03/17/2015 | M | 110 | 06/28/2006 | 06/28/2015 | Common Stock | | 1 | |
| Non-Employee Director Stock Option (right--to-buy) | \$ 34.19 | 03/17/2015 | M | 263 | 07/26/2006 | 07/26/2015 | Common Stock | | 2 | |
| Non-Employee Director Stock Option (right--to-buy) | \$ 38.36 | 03/17/2015 | M | 117 | 08/03/2006 | 08/03/2015 | Common Stock | | 1 | |
| Non-Employee Stock Option (right-to-buy) | \$ 36.72 | 03/17/2015 | M | 122 | 08/23/2006 | 08/23/2015 | Common Stock | | 1 | |
| Non-Employee Director Stock Option (right--to-buy) | \$ 35.32 | 03/17/2015 | M | 127 | 10/25/2006 | 10/25/2015 | Common Stock | | 1 | |
| Non-Employee Director Stock Option (right--to-buy) | \$ 30.76 | 03/17/2015 | M | 438 | 12/14/2006 | 12/14/2015 | Common Stock | | 4 | |
| Non-Employee Director Stock Option (right-to-buy) | \$ 29.27 | 03/17/2015 | M | 4,000 | 04/27/2006 | 04/27/2015 | Common Stock | | 4,0 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CROCKER CHARLES 1049 CAMINO DOS RIOS | X | | | |

THOUSAND OAKS, CA 91360

Signatures

Charles Crocker by S. Paul Sassalos pursuant to Power of Attorney previously filed with
SEC

03/18/2015

__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).

Transaction was executed in multiple trades at prices ranging from \$100.1401 to \$100.64. The price reported reflects the weighted

(1) average purchase price. The reporting person hereby undertakes to provide 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 was effected.

(2) Reporting Person holds 23,009 shares directly and 13,513 shares held by the Crocker Revocable Trust.

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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