

MILLER PAUL DAVID
 Form 4
 February 24, 2012

FORM 4

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

OMB APPROVAL

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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 *
 MILLER PAUL DAVID

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)
 02/23/2012

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	02/23/2012		M			178	A	\$ 11.24	8,955	D	
Common Stock	02/23/2012		M			180	A	\$ 11.07	9,135	D	
Common Stock	02/23/2012		M			184	A	\$ 10.86	9,319	D	
Common Stock	02/23/2012		M			180	A	\$ 11.06	9,499	D	
Common Stock	02/23/2012		M			211	A	\$ 11.33	9,710	D	

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Common Stock	02/24/2012	M	4,000	A	\$ 16.99	13,710	D
Common Stock	02/24/2012	S	4,000	D	\$ 61.0077 <u>(1)</u>	9,710	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.

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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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Non-Employee Director Stock Option (right-to-buy)	\$ 11.33	02/23/2012		M	211	04/24/2003 04/24/2012	Common Stock 2
Non-Employee Director Stock Option (right-to-buy)	\$ 11.24	02/23/2012		M	178	03/11/2003 03/11/2012	Common Stock 1
Non-Employee Director Stock Option (right-to-buy)	\$ 11.07	02/23/2012		M	180	03/19/2003 03/19/2012	Common Stock 1
Non-Employee Director Stock Option (right-to-buy)	\$ 10.86	02/23/2012		M	184	04/03/2003 04/03/2012	Common Stock 1
Non-Employee Director Stock Option (right-to-buy)	\$ 11.06	02/23/2012		M	180	04/23/2003 04/23/2012	Common Stock 1

Non-Employee
 Director Stock Option (right-to-buy) \$ 16.99 02/24/2012 M 4,000 04/24/2003 04/24/2012 Common Stock 4,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILLER PAUL DAVID 1049 CAMINO DOS RIOS THOUSAND OAKS, CA 91360		X		

Signatures

Paul D. Miller by Melanie S. Cibik pursuant to Power of Attorney previously filed with SEC. 02/24/2012

____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).
- This transaction was executed in multiple trades at prices ranging from \$60.94 to \$61.06. The price reported above reflects the weighted (1) average purchase 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 was effected.

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.