

TELEDYNE TECHNOLOGIES INC  
 Form 4  
 April 24, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
 CAHOUE FRANK V

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)  
 04/22/2014

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 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
Phantom Stock <u>(1)</u>	\$ 0	04/22/2014		46.6321 <u>(1)</u>	A				<u>(1)</u>	<u>(1)</u>	Common Stock
Phantom Stock <u>(2)</u>	\$ 0	04/23/2014		15.9168 <u>(2)</u>	A				<u>(2)</u>	<u>(2)</u>	Common Stock
Non-Employee Director Stock Option (right--to-buy) <u>(3)</u>	\$ 94.24	04/23/2014		4,000 <u>(3)</u>	A			04/23/2015	04/23/2024		Common Stock

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director   10% Owner   Officer   Other

CAHOUEY FRANK V  
1049 CAMINO DOS RIOS                      X  
THOUSAND OAKS, CA 91360

## Signatures

Frank V. Cahouet by Melanie S. Cibik pursuant to Power of Attorney filed herewith.

04/24/2014

\_\_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 shares of phantom stock issued to Reporting Person as meeting fees under the Teledyne Technologies Incorporated Amended and Restated 2008 Incentive Award Plan - Non-Employee Director Administrative Rules and Executive Deferred Compensation Plan.
- (2) Represents shares of phantom stock issued to Reporting Person as meeting fees under the Teledyne Technologies Incorporated 2014 Incentive Award Plan - Non-Employee Director Administrative Rules and Executive Deferred Compensation Plan.
- (3) Represents annual stock option grant automatically issued after the Annual Meeting to Non-Employee Directors under the Teledyne Technologies Incorporated 2014 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.