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TELEDYNE TECHNOLOGIES INC

Form 4

August 16, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

OMB APPROVAL

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Form 5

1(b).

SECURITIES

obligations may continue. See Instruction

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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MEHRABIAN ROBERT Issuer Symbol TELEDYNE TECHNOLOGIES INC (Check all applicable) [TDY] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner _X__ Officer (give title _ Other (specify (Month/Day/Year) below) 1049 CAMINO DOS RIOS 08/15/2016 Chairman, Pres. & CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person

THOUSAND OAKS, CA 91360

(City)	(State)	(Zip) 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. 4. Securities Acquired (A) or TransactiorDisposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or		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 Beneficial Ownership (Instr. 4)		
Common Stock	08/15/2016		Code V M	Amount 22,641	(D)	Price \$ 50.79	271,395	D	
Common Stock	08/15/2016		S	22,641	D	\$ 106.5573	248,754	D (2)	
Common Stock	08/16/2016		M	659	A	\$ 50.79	249,413	D	
Common Stock	08/16/2016		S	659	D	\$ 106.09	248,754	D (2)	

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

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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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amous Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sl
Stock Option (right-to-buy)	\$ 50.79	08/15/2016		M	22,641	01/22/2009	01/22/2018	Common Stock	22,
Stock Option (right-to-buy)	\$ 50.79	08/16/2016		M	659	01/22/2009	01/22/2018	Common Stock	6:

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MEHRABIAN ROBERT 1049 CAMINO DOS RIOS THOUSAND OAKS, CA 91360

Chairman, Pres. & CEO

Signatures

Robert

Mehrabian 08/16/2016

**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 \$106.50 to \$106.77. The price reported above reflects the weighted average sales 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.
- (2) Reporting Person holds 68,622 shares directly and 180,132 shares held indirectly by The Mehrabian Living Trust, Robert Mehrabian and Victoria Ann Mehrabian, Trustees.

Reporting Owners 2

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(3) Represents stock options (right to buy) awarded to the reporting person on January 22, 2008.

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.