

CROCKER CHARLES
Form 4
January 31, 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 *
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)
01/30/2012

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 or Price | | | |
| Common Stock | 01/30/2012 | | M | | | 686 A \$ 9.93 | 20,356 | I | Trust |
| Common Stock | 01/30/2012 | | M | | | 433 A \$ 10.16 | 20,789 | I | Trust |
| Common Stock | 01/30/2012 | | M | | | 680 A \$ 9.98 | 21,469 | I | Trust |
| Common Stock | 01/30/2012 | | M | | | 573 A \$ 8.37 | 22,042 | I | Trust |
| Common Stock | 01/30/2012 | | M | | | 502 A \$ 8.75 | 22,544 | I | Trust |

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| | | | | | | | | |
|--------------|------------|---|-------|---|----------|-----------------------|---|-------|
| Common Stock | 01/30/2012 | M | 253 | A | \$ 9.47 | 22,797 | I | Trust |
| Common Stock | 01/30/2012 | M | 4,000 | A | \$ 14.22 | 26,797 | I | Trust |
| Common Stock | 01/30/2012 | M | 705 | A | \$ 9.64 | 27,502 | I | Trust |
| Common Stock | 01/30/2012 | M | 484 | A | \$ 9.92 | 27,986 | I | Trust |
| Common Stock | 01/30/2012 | M | 197 | A | \$ 12.15 | 28,183 ⁽¹⁾ | I | Trust |

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) | Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|----------------------------|
| Non-Employee Stock Option (right-to-buy) | \$ 9.93 | 01/30/2012 | | M | 686 | 07/23/2003 07/23/2012 | Common Stock | 686 |
| Non-Employee Stock Option (right-to-buy) | \$ 10.16 | 01/30/2012 | | M | 433 | 10/22/2003 10/22/2012 | Common Stock | 433 |
| Non-Employee Stock Option (right-to-buy) | \$ 9.98 | 01/30/2012 | | M | 680 | 12/18/2003 12/18/2012 | Common Stock | 680 |
| Non-Employee Stock Option (right-to-buy) | \$ 8.37 | 01/30/2012 | | M | 573 | 01/28/2004 01/28/2013 | Common Stock | 573 |
| Non-Employee Stock Option | \$ 8.75 | 01/30/2012 | | M | 502 | 02/25/2004 02/25/2013 | Common Stock | 502 |

| | | | | | | | | |
|------------------------------------------------------------------|----------|------------|---|-------|------------|------------|-----------------|-------|
| (right-to-buy) Non-Employee Stock Option (right-to-buy) | \$ 9.47 | 01/30/2012 | M | 253 | 04/23/2004 | 04/23/2013 | Common Stock | 2 |
| (right-to-buy) Non-Employee Stock Option (right-to-buy) | \$ 14.22 | 01/30/2012 | M | 4,000 | 04/23/2004 | 04/23/2013 | Common Stock | 4,000 |
| (right-to-buy) Non-Employee Stock Option (right-to-buy) | \$ 9.64 | 01/30/2012 | M | 705 | 07/22/2004 | 07/22/2013 | Common Stock | 705 |
| (right-to-buy) Non-Employee Stock Option (right-to-buy) | \$ 9.92 | 01/30/2012 | M | 484 | 10/21/2004 | 10/21/2013 | Common Stock | 484 |
| (right-to-buy) Non-Employee Stock Option (right-to-buy) | \$ 12.15 | 01/30/2012 | M | 197 | 12/17/2004 | 12/17/2013 | Common Stock | 197 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CROCKER CHARLES 1049 CAMINO DOS RIOS THOUSAND OAKS, CA 91360 | | X | | |

Signatures

Charles Crocker by Melanie S. Cibik pursuant to Power of Attorney previously filed with SEC. 01/31/2012

__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) Includes 14,670 held directly by Reporting Person and 13,513 shares held in the Crocker Revocable Trust, Charles and Lucinda Crocker, Trustees.

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.