

TELEDYNE TECHNOLOGIES INC
 Form 4
 May 11, 2005

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 *
MEHRABIAN ROBERT

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)
12333 W. OLYMPIC BLVD.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/10/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chairman, President & CEO

LOS ANGELES, CA 90064
 (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 | 05/10/2005 | | A | | \$ 13.59 | 168,502 | I Held by Trust |
| Common Stock | 05/10/2005 | | A | | \$ 9.41 | 169,989 | I Held by Trust |
| Common Stock | 05/10/2005 | | A | | \$ 9.96 | 177,020 | I Held by Trust |
| Common Stock | 05/10/2005 | | A | | \$ 17.6 | 178,547 | I Held by Trust |
| Common Stock | 05/10/2005 | | A | | \$ 11.5 | 180,199 ⁽¹⁾ | I Held by Trust ⁽¹⁾ |

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

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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) | \$ 13.59 | 05/10/2005 | | D | 1,527 | 08/16/1997 08/16/2006 | Common Stock 1,527 |
| Non-Employee Director Stock Option (right to buy) | \$ 9.41 | 05/10/2005 | | D | 1,487 | 12/12/1997 12/12/2006 | Common Stock 1,487 |
| Non-Employee Director Stock Option (right to buy) | \$ 9.96 | 05/10/2005 | | D | 7,031 | 01/02/1998 01/02/2007 | Common Stock 7,031 |
| Non-Employee Director Stock Option (right to buy) | \$ 17.6 | 05/10/2005 | | D | 1,527 | 05/01/1998 05/01/2007 | Common Stock 1,527 |
| Non-Employee Director Stock Option (right to buy) | \$ 11.5 | 05/10/2005 | | D | 1,652 | 01/02/1999 01/02/2008 | Common Stock 1,652 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

MEHRABIAN ROBERT
12333 W. OLYMPIC BLVD.
LOS ANGELES, CA 90064

Chairman, President & CEO

Signatures

Robert

Mehrabian

05/11/2005

__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).

Since Reporting Person's last report 10,330 shares previously reported have been contributed to The Mehrabian Living Trust, Robert

(1) Mehrabian and Victoria A. Mehrabian, Trustees. Reporting Person holds 56,725 shares directly and 123,474 shares held indirectly by The Mehrabian Living Trust, Robert Mehrabian and Victoria A. Mehrabian, Trustees.

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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