

TELEDYNE TECHNOLOGIES INC

Form 11-K

June 27, 2002

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**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 11-K**

**ANNUAL REPORT  
PURSUANT TO SECTION 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

(Mark One):

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [NO FEE REQUIRED, EFFECTIVE OCTOBER 7, 1996]

For the fiscal year ended December 31, 2001

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [NO FEE REQUIRED]

For the transition period from \_\_\_\_\_ to \_\_\_\_\_  
Commission file number 1-15295

A. Full title of the plan and the address of the plan, if different from that of the issuer named below: TELEDYNE TECHNOLOGIES INCORPORATED 401(K) PLAN

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office: TELEDYNE TECHNOLOGIES INCORPORATED

12333 West Olympic Boulevard  
Los Angeles, California 90064-1021

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ITEM 3 Not Applicable.

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Audited Financial Statements and Supplemental Schedule  
Year Ended December 31, 2001

Report of Independent Auditors

Teledyne Technologies Incorporated

We have audited the accompanying statements of net assets available for benefits of Teledyne Technologies Incorporated 401(k) Plan as of December 31, 2001 and 2000, and the related statement of changes in net assets available for benefits for the year ended December 31, 2001. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan at December 31, 2001 and 2000, and the changes in its net assets available for benefits for the year ended December 31, 2001, in conformity with accounting principles generally accepted in the United States.

Our audits were performed for the purpose of forming an opinion on the financial statements taken as a whole. The accompanying supplemental schedule of assets (held at end of year) as of December 31, 2001 is presented for the purpose of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in our audits of the financial statements and, in our opinion, is fairly stated in all material respects in relation to the financial statements taken as a whole.

June 12, 2002

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Teledyne Technologies Incorporated 401(k) Plan  
 Statements of Net Assets Available for Benefits  
*(In Thousands)*

|   | December 31      |           |
|---|------------------|-----------|
|   | 2001             | 2000      |
| Assets                                  |                  |           |
| Investments, at fair value              | <b>\$122,191</b> | \$125,058 |
| Contributions receivable:               |                  |           |
| Employee                                | <b>60</b>        | 428       |
| Employer                                | <b>5</b>         | 95        |
| Due from broker for investments sold    | <b>10</b>        | 3         |
| <b>Total assets</b>                     | <b>122,266</b>   | 125,584   |
| Liabilities                             |                  |           |
| Due to broker for investments purchased |                  |           |
| <b>48 29</b>                            |                  |           |
|   |                  |           |
|   |                  |           |
| Net assets available for benefits       |                  |           |
| <b>\$122,218</b>                        |                  | \$125,555 |
|   |                  |           |
|   |                  |           |

*See accompanying notes.*

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Teledyne Technologies Incorporated 401(k) Plan  
 Statement of Changes in Net Assets Available for Benefits  
 Year Ended December 31, 2001  
*(In Thousands)*

|   |                              |                    |
|---|------------------------------|--------------------|
| <b>Additions:</b>                             |                              |                    |
|   | <b>Contributions:</b>        |                    |
|   | Employee                     | <b>\$ 14,586</b>   |
|   | Employer                     | <b>3,021</b>       |
|   | Rollover                     | <b>1,777</b>       |
|   | Interest and dividend income | <b>2,985</b>       |
|   | Other                        | <b>116</b>         |
|   |                              | <b>22,485</b>      |
| <b>Deductions:</b>                            |                              |                    |
| Distributions to participants                 |                              | <b>10,315</b>      |
| Net depreciation in fair value of investments |                              | <b>15,485</b>      |
| Administrative and other expenses             |                              | <b>22</b>          |
|   |                              | <b>25,822</b>      |
| <b>Net decrease</b>                           |                              | <b>(3,337)</b>     |
| <b>Net assets available for benefits:</b>     |                              |                    |
| Beginning of year                             |                              | <b>125,555</b>     |
|   |                              | <b>End of year</b> |
|   |                              | <b>\$122,218</b>   |

*See accompanying notes.*



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Teledyne Technologies Incorporated 401(k) Plan  
Notes to Financial Statements  
December 31, 2001

**1. Description of the Plan**

General

The Teledyne Technologies Incorporated 401(k) Plan (the Plan) is a defined contribution plan available to eligible U.S. domestic employees of Teledyne Technologies Incorporated (Teledyne or the Company). The Plan was established in April 2000. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). The Plan was amended in October 2001 to reflect certain provisions of the Economic Growth and Tax Relief Reconciliation Act of 2001. For a more complete description of the Plan's provisions please refer to the Plan document.

Contributions

Participants can defer between 1% and 15%, subject to Internal Revenue Code limitations, of their eligible wages and contribute them to the Plan. Employees become eligible for Company matching contributions following 90 days of service. Qualifying employee contributions are partially matched by the Company up to a maximum of \$1,000 annually for each participant.

Participant Accounts

Separate accounts are maintained by the recordkeeper for each participating employee. Asset management fees charged for the administration of all funds are charged against net assets available for benefits of the respective fund. Certain other expenses of administering the Plan are paid by the plan sponsor.

Vesting

Participants are 100% vested in their contributions, Company matching contributions and all earnings thereon.

Participant Loans

Active employees can borrow up to 50% of their vested account balances. The loan amounts are further limited to a minimum of \$500 and a maximum of \$50,000, and an employee can have no more than one loan outstanding at any given time. Interest rates are determined based on commercially accepted criteria, and payment schedules vary



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Teledyne Technologies Incorporated 401(k) Plan  
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December 31, 2001

**1. Description of the Plan (continued)**

Participant Loans (continued)

based on the type of loan. Loans may be paid in full or in part at any time. Loans are repayable over periods of up to five years (15 years for loans to purchase the participant's primary residence). Payments are generally made through payroll deductions.

Plan Termination

In the event that the Plan is terminated, or the plan sponsor permanently discontinues making contributions, all amounts credited to the accounts of affected participants will be distributed to participants as defined in the Plan document.

Withdrawals and Distributions

The Plan allows for participants to make withdrawals from the Plan upon reaching age 59 1/2. Additionally, the value of participant's contributions and the value of all Company matching contributions are payable to participants upon death, disability, retirement or upon termination of employment with the Company. At the participant's election, payment may be made in cash as a single lump sum or in installments.

Administrative Expenses

The Company pays administrative expenses, which include recordkeeping and trustee fees as well as expenses incurred in administering the Plan. Participants pay loan origination and servicing fees.

**2. Significant Accounting Policies**

Basis of Accounting

The accompanying financial statements of the Plan have been prepared on an accrual basis.

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Teledyne Technologies Incorporated 401(k) Plan  
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December 31, 2001

**2. Significant Accounting Policies (continued)**

## Valuation of Investments

Mutual funds and common collective trust funds are stated at their unit values established for each fund by the fund manager, at each valuation date, which fluctuate with the value of the assets in each fund. Units of the Teledyne, Allegheny Technologies Incorporated (Allegheny Technologies) and Water Pik Technologies, Inc. (Water Pik Technologies) stock funds are valued principally on the basis of the market value of the respective common stock. Other common stocks are stated at their quoted market price. Participant loans are stated at their outstanding balance which approximates fair value.

## Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

**3. Investments**

Plan participants can invest their contributions and any Company matching contributions in any or all of the investment programs managed by the Plan's trustee. The Plan's investments are held by Fidelity Management Trust Company (Fidelity), the trustee. One of the investment options offered through Fidelity is the Fidelity Brokerage Link Account, which enables a participant to invest in individual common stocks, mutual funds and other investments as stipulated in the Plan document.

The following presents investments that represent 5% or more of the Plan's net assets at December 31, 2001 and 2000 (in thousands):

|  | <u>2001</u>     | <u>2000</u> |
|--|-----------------|-------------|
| Fidelity Fund                              | <b>\$44,510</b> | \$51,375    |
| Fidelity Growth Company Fund               | <b>12,195</b>   | 13,562      |
| Fidelity Freedom Fund 2020                 | <b>12,290</b>   | 13,790      |
| Fidelity Freedom Fund 2030                 | <b>6,686</b>    | 7,329       |
| Fidelity Retirement Money Market Portfolio | <b>14,452</b>   | *           |
| Fidelity U.S. Bond Index Fund              | <b>6,487</b>    | *           |

\* Investment balance represents less than 5% of the Plan's net assets.

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Teledyne Technologies Incorporated 401(k) Plan  
 Notes to Financial Statements  
 December 31, 2001

**3. Investments (continued)**

During 2001, the Plan's investments (including investments purchased, sold, and held during the period) appreciated (depreciated) in fair value as follows (in thousands):

|                     |                   |
|---------------------|-------------------|
| <b>Mutual funds</b> | <b>\$(13,810)</b> |
| <b>Common stock</b> | <b>(1,675)</b>    |
|                     | <b>—————</b>      |
|                     | <b>\$(15,485)</b> |
|                     | <b>—————</b>      |

**4. Income Tax Status**

The Company has applied for but has not received a determination letter from the Internal Revenue Service stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the Code). However, the plan administrator believes that the Plan is qualified and, therefore, the related trust is exempt from taxation.

**5. Parties-in-Interest**

During 2001 and 2000, the Plan invested in mutual funds managed by Fidelity. Trustee and investment fees paid during 2001 were based on customary and reasonable rates for such services.

One of the investment options available to participants is the Teledyne Technologies Incorporated Stock Fund that included 213,120 and 247,209 shares of Teledyne Technologies Incorporated common stock at December 31, 2001 and 2000, respectively.

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Supplemental Schedule

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Teledyne Technologies Incorporated 401(k) Plan

EIN: 25-1843385 Plan: 002

Schedule H, Line 4(i) Schedule of Assets (Held at End of Year)

December 31, 2001

*(In thousands, except for unit/share information)*

| Identity of Issue, Borrower,<br>Lessor, or Similar Party | Description of<br>Investment<br>Including Maturity<br>Date, Rate<br>of Interest,<br>Collateral, Par, or<br>Maturity Value | Current<br>Value  |
|--|---|-------------------|
| Fidelity Retirement Money Market Portfolio*              | 14,451,733  | \$ 14,452         |
| Fidelity Capital and Income Fund*                        | 34,311  | 233               |
| Fidelity U.S. Bond Index Fund*                           | 600,669   | 6,487             |
| Fidelity Fund*   | 1,541,215   | 44,510            |
| Fidelity Capital Appreciation Fund*                      | 14,283  | 294               |
| Fidelity Growth Company Fund*                            | 229,138   | 12,195            |
| Fidelity Large Cap Stock Fund*                           | 42,802  | 623               |
| Fidelity Mid-Cap Stock Fund*                             | 161,021   | 3,634             |
| Fidelity Value Fund*                                     | 37,098  | 1,911             |
| Fidelity Diversified International Fund*                 | 139,633   | 2,664             |
| Fidelity Brokerage Link                                  |   | 1,228             |
| Teledyne Technologies Incorporated Common Stock*         | 213,120   | 3,472             |
| Allegheny Technologies Common Stock                      | 66,501  | 1,114             |
| Water Pik Technologies Common Stock                      | 6,324   | 55                |
| Fidelity Freedom Income Fund*                            | 98,857  | 1,081             |
| Fidelity Freedom Fund 2000*                              | 15,996  | 184               |
| Fidelity Freedom Fund 2010*                              | 345,107   | 4,352             |
| Fidelity Freedom Fund 2020*                              | 976,981   | 12,290            |
| Fidelity Freedom Fund 2030*                              | 532,296   | 6,686             |
| Fidelity Freedom Fund 2040*                              | 32,552  | 241               |
| Colchester Street Money Market Portfolio                 |   | 333               |
| Participant Loans*                                       | With interest rates ranging from 5.75% to<br>9.5% and maturity dates through 2016   | 4,152             |
|  |   | <u>\$ 122,191</u> |

\* Party-in-interest as defined by ERISA

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**REQUIRED INFORMATION**

ITEM 1 Not Applicable.

ITEM 2 Not Applicable.

ITEM 3 Not Applicable.

ITEM 4 Financial Statements and Exhibits

(a) Financial Statements

Financial statements and supplemental schedule prepared in accordance with the financial reporting requirements of ERISA filed hereunder are listed on page 3 hereof in the Table of Contents, in lieu of the requirements of Items 1 to 3 above.

(b) Exhibits:

23            Consent of Independent Auditors

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Plan Administrative Committee that administers the Plan has duly caused this Annual Report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 27, 2002

TELEDYNE TECHNOLOGIES INCORPORATED  
401(K) PLAN

Plan Administrative Committee

By: /s/ ROBYN E. CHOI

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Member

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