CAHOUET FRANK V

Check this box

if no longer

subject to

Section 16.

Form 4 April 28, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

3235-0287

Expires:

January 31, 2005

0.5

burden hours per

Estimated average

response...

Form 4 or Form 5 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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person *

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

CAHOUET FRANK V

1049 CAMINO DOS RIOS

TELEDYNE TECHNOLOGIES INC

(Check all applicable)

[TDY]

(Middle)

3. Date of Earliest Transaction

X Director 10% Owner Officer (give title Other (specify

(Month/Day/Year)

04/26/2011

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

(Instr. 8)

4. If Amendment, Date Original

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

(Instr. 4)

Person

below)

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 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I)

(Instr. 4)

Following Reported

Transaction(s) (Instr. 3 and 4)

(A) or

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 SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security Conversion (Instr. 3) or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if any

4. 5. Number of TransactionDerivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and An Underlying Sec (Instr. 3 and 4)

Edgar Filing: CAHOUET FRANK V - Form 4

	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	I
Phantom Stock (1)	\$ 0 (1)	04/26/2011		A	94.7967 (1)	<u>(1)</u>	<u>(1)</u>	Common Stock	
Phantom Stock (1)	\$ 0 (1)	04/27/2011		A	30.2969 (1)	<u>(1)</u>	<u>(1)</u>	Common Stock	
Non-Employee Directors Stock Option (right-to-buy)	\$ 49.51	04/27/2011		A	4,000 (2)	04/27/2012	04/27/2021	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
CAHOUET FRANK V 1049 CAMINO DOS RIOS	X					
THOUSAND OAKS, CA 91360	71					

Signatures

Frank V. Cahouet by Melanie S. Cibik pursuant to Power of Attorney previously filed with SEC.

04/28/2011

**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).
- Represents shares of phantom stock issued to Reporting Person as meeting fees under the Teledyne Technologies Incorporated 2008

 (1) Incentive Award Plan Non-Employee Director Administrative Rules and Executive Deferred Compensation Plan.payable in cash upon the reporting person's termination of service as a director.
- (2) Represents annual stock option grant automatically issued after the Annual Meeting to Non-Employee Directors under the Teledyne Technologies Incorporated 2008 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.

Reporting Owners 2