

TERADYNE, INC  
Form 8-K  
January 26, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): January 24, 2011

**TERADYNE, INC.**

(Exact Name of Registrant as Specified in Charter)

Massachusetts  
(State or Other Jurisdiction  
of Incorporation)

001-06462  
(Commission  
File Number)

04-2272148  
(IRS Employer  
Identification No.)

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**600 Riverpark Drive, North Reading, MA**  
(Address of Principal Executive Offices)  
**Registrant's telephone number, including area code (978) 370-2700**

**01864**  
(Zip Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02(d). Departure of Directors or Certain Offices; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 24, 2011, the Board of Directors (the Board) of Teradyne, Inc. (Teradyne) elected Timothy E. Guertin as a director of Teradyne and appointed him to the Board's Compensation Committee and Nominating and Corporate Governance Committee.

Mr. Guertin will receive compensation at the rate of \$65,000 per year.

On January 24, 2011, Mr. Guertin received a grant of restricted stock units pursuant to Teradyne's 2006 Equity and Cash Compensation Incentive Plan in the amount of 2,508 shares having a fair market value equal to \$110,000 prorated daily to reflect the period from his date of appointment to the expected date of the next annual board grant. This grant vests in full on the earlier of the date the 2011 Annual Meeting of Shareholders is held or the last Thursday in May 2011.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

TERADYNE, INC.

Dated: January 26, 2011

By: /s/ Gregory R. Beecher  
Name: Gregory R. Beecher  
Title: V.P., Chief Financial Officer and Treasurer