

TELEDYNE TECHNOLOGIES INC
 Form 4/A
 October 06, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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)
 08/17/2005

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

LOS ANGELES, CA 90064

4. If Amendment, Date Original Filed(Month/Day/Year)
 08/18/2005

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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) | (A) or (D) | 5. Amount or Price | 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|--------------------|---|--|---|
| Common Stock | 08/17/2005 | | A | 30,534 | A | \$ 13.35 | 210,733 ⁽²⁾ | D ⁽²⁾ | |
| Common Stock | 08/17/2005 | | S ⁽¹⁾ | 300 | D | \$ 36.25 | 210,433 | D | |
| Common Stock | 08/17/2005 | | S ⁽¹⁾ | 400 | D | \$ 36.27 | 210,033 | D | |
| Common Stock | 08/17/2005 | | S ⁽¹⁾ | 100 | D | \$ 36.28 | 209,933 | D | |
| Common Stock | 08/17/2005 | | S ⁽¹⁾ | 800 | D | \$ 36.29 | 209,133 | D | |

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| | | | | | | | |
|--------------|------------|-------------|-------|---|----------|---------|---|
| Common Stock | 08/17/2005 | <u>S(1)</u> | 2,200 | D | \$ 36.3 | 206,933 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 700 | D | \$ 36.31 | 206,233 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 600 | D | \$ 36.32 | 205,633 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 1,500 | D | \$ 36.33 | 204,133 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 400 | D | \$ 36.34 | 203,733 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 800 | D | \$ 36.35 | 202,933 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 1,400 | D | \$ 36.36 | 201,533 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 200 | D | \$ 36.37 | 201,333 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 200 | D | \$ 36.38 | 201,133 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 900 | D | \$ 36.39 | 200,233 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 2,900 | D | \$ 36.5 | 197,333 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 200 | D | \$ 36.51 | 197,133 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 500 | D | \$ 36.52 | 196,633 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 1,000 | D | \$ 36.53 | 195,633 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 1,500 | D | \$ 36.54 | 194,133 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 1,100 | D | \$ 36.55 | 193,033 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 1,200 | D | \$ 36.56 | 191,833 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 1,200 | D | \$ 36.57 | 190,633 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 1,200 | D | \$ 36.58 | 189,433 | D |
| Common Stock | 08/17/2005 | <u>S(1)</u> | 1,200 | D | \$ 36.59 | 188,233 | D |
| | 08/17/2005 | <u>S(1)</u> | 600 | D | \$ 36.6 | 187,633 | D |

| | | | | | | | | |
|--------------|------------|------------------|-----|---|----------|------------------------|------------------|--|
| Common Stock | | | | | | | | |
| Common Stock | 08/17/2005 | S ⁽¹⁾ | 434 | D | \$ 36.61 | 187,199 | D | |
| Common Stock | 08/17/2005 | S ⁽¹⁾ | 400 | D | \$ 36.62 | 196,799 | D | |
| Common Stock | 08/17/2005 | S ⁽¹⁾ | 800 | D | \$ 36.63 | 185,999 | D | |
| Common Stock | 08/17/2005 | S ⁽¹⁾ | 100 | D | \$ 36.64 | 185,899 ⁽³⁾ | D ⁽³⁾ | |

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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

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

10/06/2005

__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).
- (1) Inadvertently reported incorrect transaction code in column 3; should be code S.
- (2) Reporting Person holds 87,259 shares directly and 123,474 shares held indirectly by The Mehrabian Living Trust, Robert Mehrabian and Victoria A. Mehrabian, Trustees.
- (3) With the completion of the 30 transactions listed on this Form 4, Reporting Person holds 62,425 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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