TELEDYNE TECHNOLOGIES INC

Form 4/A October 06, 2005

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

Form 4 or Form 5 obligations **SECURITIES**

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

MEHRABI	AN ROBERT		Symbol TELED	YNE	ТЕ	CHNOLO	OGIE	S INC	Issuer (Chao	le all applicable	a
			[TDY]						(Chec	k all applicable	;)
(Month/D			Date of Earliest Transaction (onth/Day/Year) (o12/2005					Director 10% Owner X Officer (give title Other (specify below)			
			nendment, Date Original onth/Day/Year) 2005					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	le I - No	n-D	Derivative S	Securi	ities Acqu	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	e) Execution	med on Date, if Day/Year)	3. Transa Code (Instr.		4. Securit on(A) or Dis (Instr. 3, 4	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
~				Code	V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	08/12/2005			A		30,534	A	\$ 16.95	210,733 (2)	D (2)	
Common Stock	08/12/2005			S(1)		500	D	\$ 36.25	210,233	D	
Common Stock	08/12/2005			S <u>(1)</u>		400	D	\$ 36.26	209,833	D	
Common Stock	08/12/2005			S <u>(1)</u>		100	D	\$ 36.28	209,733	D	
Common Stock	08/12/2005			S <u>(1)</u>		100	D	\$ 36.31	209,633	D	

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Common Stock	08/12/2005	S(1)	600	D	\$ 36.32	219,033	D
Common Stock	08/12/2005	S(1)	400	D	\$ 36.33	208,633	D
Common Stock	08/12/2005	S(1)	100	D	\$ 36.34	208,533	D
Common Stock	08/12/2005	S(1)	1,000	D	\$ 36.35	207,533	D
Common Stock	08/12/2005	S(1)	1,000	D	\$ 36.36	206,533	D
Common Stock	08/12/2005	S(1)	100	D	\$ 36.37	206,433	D
Common Stock	08/12/2005	S(1)	800	D	\$ 36.38	205,633	D
Common Stock	08/12/2005	S(1)	200	D	\$ 36.39	205,433	D
Common Stock	08/12/2005	S(1)	1,600	D	\$ 36.4	203,833	D
Common Stock	08/12/2005	S(1)	2,100	D	\$ 36.42	201,733	D
Common Stock	08/12/2005	S(1)	1,200	D	\$ 36.43	200,533	D
Common Stock	08/12/2005	S(1)	100	D	\$ 36.44	200,433	D
Common Stock	08/12/2005	S(1)	100	D	\$ 36.45	200,333	D
Common Stock	08/12/2005	S(1)	100	D	\$ 36.46	200,233	D
Common Stock	08/12/2005	S(1)	200	D	\$ 36.48	200,033	D
Common Stock	08/12/2005	S(1)	1,300	D	\$ 36.5	198,733	D
Common Stock	08/12/2005	S(1)	600	D	\$ 36.51	198,133	D
Common Stock	08/12/2005	S(1)	100	D	\$ 36.52	198,033	D
Common Stock	08/12/2005	S(1)	600	D	\$ 36.53	197,433	D
Common Stock	08/12/2005	S(1)	100	D	\$ 36.54	197,333	D
	08/12/2005	S(1)	400	D		196,933	D

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Common Stock					\$ 36.55		
Common Stock	08/12/2005	S <u>(1)</u>	300	D	\$ 36.56	196,633	D
Common Stock	08/12/2005	S <u>(1)</u>	400	D	\$ 36.58	196,233	D
Common Stock	08/12/2005	S <u>(1)</u>	100	D	\$ 36.59	196,133	D
Common Stock	08/12/2005	S(1)	100	D	\$ 36.61	196,033 (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. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owner Manie / Address	

Director 10% Owner Officer Other

MEHRABIAN ROBERT 12333 W. OLYMPIC BLVD.

Chairman, President & CEO

LOS ANGELES, CA 90064

Signatures

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

Reporting Owners 3

**Signature of Reporting Person

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 72,559 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. 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.

Signatures 4

Date