TERADYNE, INC Form 4 August 15, 2014

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction 1(b).

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

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * **BRADLEY MICHAEL A**

> (First) (Middle)

TERADYNE, INC., 600 RIVERPARK DRIVE

(Street)

2. Issuer Name and Ticker or Trading Symbol

TERADYNE, INC [TER]

3. Date of Earliest Transaction (Month/Day/Year) 08/14/2014

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

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

_X__ Director 10% Owner Officer (give title _ Other (specify below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

NORTH READING, MA 01864

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secu	rities Acquir	ed, Disposed of,	or Beneficiall	y 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)	Transactiomr Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		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)	
C			Code V	Amount	(D)	Price	(IIIsu. 3 aliu 4)		
Common Stock	08/14/2014		S	3,100	D	\$ 18.995	296,654	D	
Common Stock	08/14/2014		S	1,109	D	\$ 19	295,545	D	
Common Stock	08/14/2014		S	500	D	\$ 19.0003	295,045	D	
Common Stock	08/14/2014		S	200	D	\$ 19.0007	294,845	D	
Common Stock	08/14/2014		S	15,300	D	\$ 19.005	279,545	D	

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Common Stock	08/14/2014	S	3,238	D	\$ 19.01	276,307	D
Common Stock	08/14/2014	S	100	D	\$ 19.0103	276,207	D
Common Stock	08/14/2014	S	2,314	D	\$ 19.0107	273,893	D
Common Stock	08/14/2014	S	100	D	\$ 19.0118	273,793	D
Common Stock	08/14/2014	S	300	D	\$ 19.012	273,493	D
Common Stock	08/14/2014	S	44,777	D	\$ 19.015	228,716	D
Common Stock	08/14/2014	S	1,000	D	\$ 19.02	227,716	D
Common Stock	08/14/2014	S	2,200	D	\$ 19.025	225,516	D
Common Stock	08/14/2014	S	1,500	D	\$ 19.03	224,016	D
Common Stock	08/14/2014	S	13,700	D	\$ 19.035	210,316	D
Common Stock	08/14/2014	S	100	D	\$ 19.04	210,216	D
Common Stock	08/14/2014	S	200	D	\$ 19.0403	210,016	D
Common Stock	08/14/2014	S	200	D	\$ 19.042	209,816	D
Common Stock	08/14/2014	S	6,100	D	\$ 19.045	203,716	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	re	Securities	(Instr. 5)	Bene
	Derivative				Securities	S	(Instr. 3 and 4)		Own
	Security				Acquired				Follo
					(A) or				Repo

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Disposed of (D) (Instr. 3, 4, and 5)

Code V (A) (D) Date Exercisable

Date

Expiration Title Amount or

> Number of Shares

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other **BRADLEY MICHAEL A** X

TERADYNE, INC. 600 RIVERPARK DRIVE NORTH READING, MA 01864

Signatures

/s/ Ryan E. Driscoll, Deputy General Counsel, by power of attorney

08/15/2014

**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).

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.

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