

TELEDYNE TECHNOLOGIES INC
Form 8-K
December 04, 2014

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

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): December 4, 2014

Teledyne Technologies Incorporated
(Exact name of registrant as specified in its charter)

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| Delaware (State or other jurisdiction of incorporation) | 1-15295 (Commission File Number) | 25-1843385 (I.R.S. Employer Identification No.) |
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| 1049 Camino Dos Rios Thousand Oaks, California (Address of principal executive offices) | 91360 (Zip Code) |
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Registrant's telephone number, including area code: (805) 373-4545

Not Applicable
(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:

- 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 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant

On December 4, 2014, Teledyne Technologies Incorporated (the “Company”) issued and sold \$125 million in aggregate principal amount of senior unsecured notes (the “Notes”) in a private placement transaction as contemplated by the Note Purchase Agreement (the “Purchase Agreement”) entered into on September 23, 2014, by and among the Company and the purchaser signatories thereto. The entry into the Note Purchase Agreement was previously disclosed by the Company in a Current Report on Form 8-K dated September 23, 2014 (the “September 23, 2014 Filing”). The Notes consist of \$30 million of 2.61% Senior Notes due December 4, 2019, and \$95 million of 3.09% Senior Notes due December 6, 2021. Interest rates for the Notes were determined on September 4, 2014. Subsidiary Guarantors are Teledyne Brown Engineering, Inc., Teledyne Instruments, Inc., Teledyne LeCroy, Inc. and Teledyne Scientific and Imaging, LLC.

The terms of the Notes and the Note Purchase Agreement are described in the September 23, 2014 Filing and are incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

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| Exhibit 10.1 | Note Purchase Agreement, dated September 23, 2014, by and among Teledyne Technologies Incorporated and the Purchasers identified therein (incorporated by reference to Exhibit 99.1 to the Company’s Current Report on Form 8-K filed on September 23, 2014). |
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SIGNATURE

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 hereunto duly authorized.

TELEDYNE TECHNOLOGIES INCORPORATED

By: /s/ Susan L. Main

Susan L. Main
Senior Vice President and Chief Financial Officer

Dated December 4, 2014

Exhibit Index

10.1 Note Purchase Agreement, dated September 23, 2014, by and among Teledyne Technologies Incorporated and the Purchasers identified therein (incorporated by reference to Exhibit 99.1 to the Company's Current Report on Form 8-K filed on September 23, 2014).