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TERADYNE, INC Form 3 September 02, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement TERADYNE, INC [TER] **Â** Robbins Brad (Month/Day/Year) 08/22/2014 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O LITEPOINT (Check all applicable) CORPORATION, Â 965 WEST MAUDE AVENUE 10% Owner Director (Street) _X__ Officer Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) President of LitePoint Corp. _X_ Form filed by One Reporting Person

SUNNYVALE, CAÂ 94085

(State)

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)

(City)

2. Amount of Securities Beneficially Owned (Instr. 4) 3. Ownership Form:

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Â

Reporting Person

Form filed by More than One

Direct (D) or Indirect (I) (Instr. 5)

D

Common Stock 26,465

(Zip)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) 4. 5. Conversion Ownership or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Price of Derivative Derivative Security:

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units	(1)	(1)	Common Stock	3,605	\$ 0 (2)	D	Â
Restricted Stock Units	(3)	(3)	Common Stock	7,670	\$ 0 (2)	D	Â
Restricted Stock Units	(4)	(4)	Common Stock	17,890	\$ 0 (2)	D	Â
Restricted Stock Units	(5)	(5)	Common Stock	24,009	\$ 0 (2)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
• 8	Director	10% Owner	Officer	Other		
Robbins Brad C/O LITEPOINT CORPORATION 965 WEST MAUDE AVENUE SUNNYVALE, CA 94085	Â	Â	President of LitePoint Corp.	Â		

Signatures

/s/ Ryan E. Driscoll, Deputy General Counsel, by power of attorney 09/02/2014

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) These time-based Restricted Stock Units (RSUs) were granted under Teradyne's 2006 Equity and Cash Compensation Incentive Plan on January 28, 2011 and vest in four equal installments beginning on January 28, 2012. The remaining portion will vest on January 28, 2015.
- (2) Each RSU represents the right to receive one share of Teradyne, Inc. common stock.
- These time-based Restricted Stock Units (RSUs) were granted under Teradyne's 2006 Equity and Cash Compensation Incentive Plan on (3) January 27, 2012 and vest in four equal installments beginning on January 27, 2013. The remaining portion will vest in two equal installments annually on the anniversary of the grant.
- These time-based Restricted Stock Units (RSUs) were granted under Teradyne's 2006 Equity and Cash Compensation Incentive Plan on (4) January 25, 2013 and vest in four equal installments beginning on January 25, 2014. The remaining portion will vest in three equal installments annually on the anniversary of the grant.
- (5) These time-based Restricted Stock Units (RSUs) were granted under Teradyne's 2006 Equity and Cash Compensation Incentive Plan on January 24, 2014 and will vest in four equal installments beginning on January 24, 2015.

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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