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Tempesta Daniel	l David									
Form 4 January 30, 2007	7									
•								OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287	
Washington, D.C. 20549Washington, D.C. 20549Washington, D.C. 20549Check this box if no longer subject to Section 16.STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 								Estimated burden hou response	urs per	
(Print or Type Respo	onses)									
1. Name and Addre Tempesta Danie		Person <u>*</u>	Symbol	er Name an DYNE, II		C	5. Relationship o Issuer	of Reporting Per		
(Last) (First) (Middle) TERADYNE, INC., 600 RIVERPARK DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 01/26/2007				Director 10% Owner Officer (give title Other (specify below) Corporate Controller			
	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)				l	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
NORTH READ	ING, MA 01	864					Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned	
	ransaction Date nth/Day/Year)	Execution any	Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, -	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report o	n a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.			
·					Perso inform requir	ns who res nation con red to resp nys a curre	spond to the colle tained in this form ond unless the for ntly valid OMB co	n are not rm	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. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)) Price of Derivative Security		(Month/Day/Year)			Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(Ins	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	01/26/2007		А		9,762		(2)	(2)	Common Stock	9,762	ç

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
Tempesta Daniel David TERADYNE, INC. 600 RIVERPARK DRIVE NORTH READING, MA 01864			Corporate Controller						
Signatures									
Eileen Casal, General Counsel, by p attorney	ower of	0	1/30/2007						
** 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) Each restricted stock unit (RSUs) represents the right to receive one share of Teradyne, Inc. common stock.
- (2) The RSUs will vest in four equal annual installments beginning on January 26, 2008.
- (3) Does not include a total of 15,000 options to purchase common stock of Teradyne, Inc.

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.