

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Vahey Walter G.</u> (Last) (First) (Middle) <u>2 WARE ROAD</u> (Street) <u>WINCHESTER MA 01890</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TERADYNE, INC [TER]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President, Systems Test Group</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/29/2019</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/29/2019		M		2,625	A	\$36.34	59,242	D	
Common Stock	01/29/2019		F ⁽¹⁾		756	D	\$36.34	58,486	D	
Common Stock	01/30/2019		M		12,536	A	\$36.34	71,022	D	
Common Stock	01/30/2019		F ⁽¹⁾		3,686	D	\$36.34	67,336	D	
Common Stock	01/30/2019		M		13,124	A	\$36.34	80,460	D	
Common Stock	01/30/2019		F ⁽¹⁾		4,413	D	\$36.34	76,047	D	
Common Stock	01/30/2019		M		2,625	A	\$36.9	78,672	D	
Common Stock	01/30/2019		F ⁽¹⁾		1,166	D	\$36.9	77,506	D	

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	\$0 ⁽²⁾	01/29/2019		M			2,625	(2)	(2)	Common Stock	2,625	\$0	2,625	D	
Restricted Stock Units	\$0 ⁽³⁾	01/29/2019		A		25,660		(4)	(4)	Common Stock	25,660	\$0	25,660	D	
Restricted Stock Units	\$0 ⁽⁵⁾	01/30/2019		M		12,536		(5)	(5)	Common Stock	12,536	\$0	13,124	D	
Restricted Stock Units	\$0 ⁽⁵⁾	01/30/2019		M		13,124		(5)	(5)	Common Stock	13,124	\$0	0	D	
Restricted Stock Units	\$0 ⁽⁶⁾	01/30/2019		M		2,625		(6)	(6)	Common Stock	2,625	\$0	0	D	

Explanation of Responses:

- Shares/units withheld but not issued to satisfy certain tax withholding obligations.
- Indicates conversion upon vesting of 25% of the time-based RSU's granted on January 29, 2016. The remaining portion will vest on January 29, 2020.
- Each Restricted Stock Unit (RSU) represents the right to receive one share of Teradyne, Inc. common stock.
- These are performance-based RSU's granted on January 29, 2016. The number of performance-based RSU's was determined on January 29, 2019 and vest in full on January 29, 2019.

- 5. Indicates conversion upon vesting of 100% of performance-based RSU's granted on January 29, 2016.
- 6. Indicates conversion upon vesting of the final 25% of the time-based RSU's granted on January 30, 2015.

/s/ Ryan E. Driscoll, Deputy
General Counsel, by power of attorney 01/31/2019

** Signature of Reporting Person Date

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

* 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.

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 Number.