

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>Smith Gregory Stephen</u> (Last) (First) (Middle) TERADYNE, INC. 600 RIVERPARK DRIVE (Street) NORTH MA 01864 READING (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, Ind. Automation Grp</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/24/2022</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	01/24/2022		F		327 ⁽¹⁾	D	\$147.44	28,897 ⁽²⁾	D	
Common Stock	01/25/2022		S ⁽³⁾		661	D	\$142.68	28,236	D	
Common Stock	01/25/2022		M ⁽³⁾		2,071	A	\$36.75	30,307	D	
Common Stock	01/25/2022		S ⁽³⁾		2,071	D	\$142.68	28,236	D	
Common Stock	01/25/2022		F		678 ⁽⁵⁾	D	\$138.29	27,558	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
Stock Option (Right to Buy)	\$36.75	01/25/2022		M ⁽³⁾			2,071	(4)	01/25/2026	Common stock	2,071	\$0	2,072	D	

Explanation of Responses:

- Shares withheld by the Issuer to satisfy the Reporting Person's tax withholding obligations in connection with the vesting of restricted stock units on January 24, 2022.
- Includes 93 shares acquired under the Issuer's Employee Stock Purchase Plan on June 30, 2021 and 76 shares acquired under the Issuer's Employee Stock Purchase Plan on December 31, 2021.
- The reported transaction was effected pursuant to a sales plan adopted by Reporting Person and intended to comply with Rule 10b5-1 under the Securities Exchange Act of 1934.
- The option vests 25% per year over four years beginning on January 25, 2020, the first anniversary of the grant.
- Shares withheld by the Issuer to satisfy the Reporting Person's tax withholding obligations in connection with the vesting of restricted stock units on January 25, 2022.

Remarks:

/s/ Ryan E. Driscoll, Attorney-in-Fact 01/26/2022

** 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.

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