

# TERADYNE, INC

## **FORM 8-K** (Current report filing)

Filed 06/19/17 for the Period Ending 06/19/17

Address 600 RIVERPARK DRIVE  
NORTH READING, MA 01864  
Telephone 978-370-2700  
CIK 0000097210  
Symbol TER  
SIC Code 3825 - Instruments for Measuring and Testing of Electricity and Electrical Signals  
Industry Semiconductor Equipment & Testing  
Sector Technology  
Fiscal Year 12/31

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): June 19, 2017**

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**TERADYNE, INC.**  
(Exact Name of Registrant as Specified in Charter)

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**Massachusetts**  
(State or Other Jurisdiction  
of Incorporation)

**001-06462**  
(Commission File Number)

**04-2272148**  
(IRS Employer  
Identification No.)

**600 Riverpark Drive, North Reading, MA**  
(Address of Principal Executive Offices)

**01864**  
(Zip Code)

**Registrant's telephone number, including area code (978) 370-2700**

(Former Name or Former Address, if Changed Since Last Report)

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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 (see General Instruction A.2. below):

- 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 5.02(d). Departure of Directors or Certain Offices; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On June 19, 2017, the Board of Directors (the “Board”) of Teradyne, Inc. (“Teradyne”) elected Marilyn Matz as a director of Teradyne effective July 3, 2017 and appointed her to the Board’s Compensation and Nominating and Corporate Governance Committees.

The Board has determined that Ms. Matz is independent. To be considered independent by the Board, a director must satisfy the definitions pursuant to the Securities Exchange Commission and New York Stock Exchange rules, meet the standards regarding director independence adopted by Teradyne, and, in the Board’s judgment, not have a material relationship with Teradyne. Teradyne’s standards for determining independence are available on Teradyne’s web site at [www.teradyne.com](http://www.teradyne.com) under the “Corporate Governance” section of the “Investors” link.

Ms. Matz will receive compensation at the rate of \$70,000 per year.

On July 3, 2017, Ms. Matz will receive a grant of restricted stock units pursuant to Teradyne’s 2006 Equity and Cash Compensation Incentive Plan in an amount of shares having a fair market value equal to \$148,225 based on the Board’s annual equity compensation of \$175,000 prorated daily to reflect the period from her date of appointment to the expected date of the 2018 Annual Meeting of Shareholders. This grant vests in full on the earlier of the date the 2018 Annual Meeting of Shareholders is held or the last Thursday in May 2018.

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**SIGNATURES**

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 thereunto duly authorized.

**TERADYNE, INC.**

Dated: June 19, 2017

By: /s/ Gregory R. Beecher

Name: Gregory R. Beecher

Title: V.P., Chief Financial Officer and Treasurer