

Edgar Filing: TERADYNE INC - Form 424B3

TERADYNE INC
Form 424B3
June 11, 2002

Filed pursuant to Rule 424(b)(3)
File No. 333-75632

Prospectus Supplement
(To Prospectus dated February 14, 2002)

TERADYNE, INC.

\$400,000,000

3.75% CONVERTIBLE SENIOR NOTES DUE OCTOBER 15, 2006 AND
THE COMMON STOCK ISSUABLE UPON THE CONVERSION OF THE NOTES

This prospectus supplement relates to the resale by the holders of Teradyne, Inc. 3.75% Convertible Senior Notes due October 15, 2006 and the shares of common stock, par value \$.125 per share, issuable upon the conversion of the notes.

This prospectus supplement should be read in conjunction with, and may not be delivered or utilized without, the prospectus dated February 14, 2002. The terms of the notes are set forth in the prospectus.

SEE THE "RISK FACTORS" BEGINNING ON PAGE 5 OF THE PROSPECTUS TO READ ABOUT FACTORS THAT YOU SHOULD CONSIDER BEFORE BUYING THE NOTES OR THE COMMON STOCK.

The information in the table appearing under the heading "Selling Securityholders" in the prospectus is amended by adding the information below with respect to the persons listed below that have not previously been listed in the prospectus:

NAME	PRINCIPAL AMOUNT AT MATURITY OF NOTES BENEFICIALLY OWNED THAT MAY BE SOLD	PERCENTAGE OF NOTES OUTSTANDING
Pacific Life Insurance Company	500,000	*
Man Convertible Bond Master Fund, Ltd.	7,117,000	1.78%
St. Thomas Trading, Ltd.	11,677,000	2.92%

*Less than 1%

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The date of this Prospectus Supplement is June 11, 2002.