

THERMO ELECTRON CORP

Form 4

November 03, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CASPER MARC N

2. Issuer Name **and** Ticker or Trading
Symbol
THERMO ELECTRON CORP
[TMO]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
81 WYMAN STREET, P.O. BOX
9046

3. Date of Earliest Transaction
(Month/Day/Year)
11/01/2006

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Senior Vice President

(Street)
WALTHAM, MA 024549046

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/01/2006		M	V Amount (A) or (D) Price 100,000 A \$ 22.18	127,207	D	
Common Stock	11/01/2006		S ⁽¹⁾	300 D \$ 42.85	126,907	D	
Common Stock	11/01/2006		S ⁽¹⁾	800 D \$ 42.87	126,107	D	
Common Stock	11/01/2006		S ⁽¹⁾	3,600 D \$ 42.88	122,507	D	
Common Stock	11/01/2006		S ⁽¹⁾	4,000 D \$ 42.89	118,507	D	

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Common Stock	11/01/2006	<u>S(1)</u>	16,400	D	\$ 42.9	102,107	D
Common Stock	11/01/2006	<u>S(1)</u>	7,600	D	\$ 42.91	94,507	D
Common Stock	11/01/2006	<u>S(1)</u>	5,500	D	\$ 42.92	89,007	D
Common Stock	11/01/2006	<u>S(1)</u>	8,900	D	\$ 42.93	80,107	D
Common Stock	11/01/2006	<u>S(1)</u>	3,400	D	\$ 42.94	76,707	D
Common Stock	11/01/2006	<u>S(1)</u>	4,100	D	\$ 42.95	72,607	D
Common Stock	11/01/2006	<u>S(1)</u>	5,300	D	\$ 42.96	67,307	D
Common Stock	11/01/2006	<u>S(1)</u>	7,500	D	\$ 42.97	59,807	D
Common Stock	11/01/2006	<u>S(1)</u>	6,700	D	\$ 42.98	53,107	D
Common Stock	11/01/2006	<u>S(1)</u>	3,600	D	\$ 42.99	49,507	D
Common Stock	11/01/2006	<u>S(1)</u>	8,800	D	\$ 43	40,707	D
Common Stock	11/01/2006	<u>S(1)</u>	4,000	D	\$ 43.01	36,707	D
Common Stock	11/01/2006	<u>S(1)</u>	2,900	D	\$ 43.02	33,807	D
Common Stock	11/01/2006	<u>S(1)</u>	4,500	D	\$ 43.03	29,307	D
Common Stock	11/01/2006	<u>S(1)</u>	1,500	D	\$ 43.04	27,807	D
Common Stock	11/01/2006	<u>S(1)</u>	100	D	\$ 43.06	27,707	D
Common Stock	11/01/2006	<u>S(1)</u>	500	D	\$ 43.07	27,207	D

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 22.18	11/01/2006		M		100,000		<u>(2)</u>	11/30/2008	Common Stock	100,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CASPER MARC N 81 WYMAN STREET P.O. BOX 9046 WALTHAM, MA 024549046			Senior Vice President	

Signatures

By: Barbara J. Lucas, Attorney-in-Fact for Marc N. Casper 11/03/2006

****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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 13, 2006.

(2) The option vests in three equal annual installments beginning on November 30, 2002.

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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