

THERMO ELECTRON CORP

Form 4

August 11, 2005

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 *
HOOGASIAN SETH H

(Last) (First) (Middle)

**81 WYMAN STREET, P.O. BOX
9046**

(Street)

WALTHAM, MA 024549046

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/09/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify
below)
VP, Gen. Counsel & Secretary

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

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	08/09/2005		M		59,094	A	\$ 14.71	85,643	D
Common Stock	08/09/2005		S		34,194	D	\$ 28.95	51,449	D
Common Stock	08/10/2005		S		1,400	D	\$ 29.29	6,156	D
Common Stock	08/10/2005		S		3,400	D	\$ 29.28	2,756	D
Common Stock	08/10/2005		S		100	D	\$ 29.27	2,656	D

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Common Stock	08/10/2005	S	900	D	\$ 29.25	1,756	D	
Common Stock	08/10/2005	S	100	D	\$ 29.23	1,656	D	
Common Stock	08/10/2005	S	200	D	\$ 29.22	1,456	D	
Common Stock	08/10/2005	M	28,814	A	\$ 17.25	30,270	D	
Common Stock						419	I	By 401(k)
Common Stock	08/09/2005	S	2,000	D	\$ 28.87	49,449	D	
Common Stock	08/09/2005	S	9,000	D	\$ 28.86	40,449	D	
Common Stock	08/09/2005	S	6,900	D	\$ 28.85	33,549	D	
Common Stock	08/09/2005	S	7,000	D	\$ 28.84	26,549	D	
Common Stock	08/10/2005	M	1,212	A	\$ 20.25	27,761	D	
Common Stock	08/10/2005	M	13,820	A	\$ 15.82	41,581	D	
Common Stock	08/10/2005	M	789	A	\$ 16.3	42,370	D	
Common Stock	08/10/2005	M	1,353	A	\$ 24.16	43,723	D	
Common Stock	08/10/2005	M	474	A	\$ 7.2	44,197	D	
Common Stock	08/10/2005	F	12,093	D	\$ 28.94	32,104	D	
Common Stock	08/10/2005	S	300	D	\$ 29.39	31,804	D	
Common Stock	08/10/2005	S	2,048	D	\$ 29.38	29,756	D	
Common Stock	08/10/2005	S	2,000	D	\$ 29.37	27,756	D	
Common Stock	08/10/2005	S	1,300	D	\$ 29.36	26,456	D	
Common Stock	08/10/2005	S	1,500	D	\$ 29.35	24,956	D	
	08/10/2005	S	2,700	D		22,256	D	

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Common Stock					\$ 29.34		
Common Stock	08/10/2005	S	2,600	D	\$ 29.33	19,656	D
Common Stock	08/10/2005	S	4,600	D	\$ 29.32	15,056	D
Common Stock	08/10/2005	S	5,700	D	\$ 29.31	9,356	D
Common Stock	08/10/2005	S	1,800	D	\$ 29.3	7,556	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)

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)	\$ 14.71	08/09/2005		M	59,094	01/21/1999 01/21/2006	Common Stock 59,094
Stock Option (Right to Buy)	\$ 20.25	08/10/2005		M	1,212	12/03/1993 12/03/2005	Common Stock 1,212
Stock Option (Right to Buy)	\$ 15.82	08/10/2005		M	13,820	12/14/1993 12/14/2005	Common Stock 13,820
Stock Option (Right to Buy)	\$ 16.3	08/10/2005		M	789	12/21/1993 12/21/2005	Common Stock 789

Stock Option (Right to Buy)	\$ 24.16	08/10/2005	M	1,353	12/21/1993	12/21/2005	Common Stock	1,353
Stock Option (Right to Buy)	\$ 7.2	08/10/2005	M	474	10/26/1994	10/26/2006	Common Stock	474
Stock Option (Right to Buy)	\$ 17.25	08/10/2005	M	28,814	11/28/1994	11/28/2006	Common Stock	28,814

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOOGASIAN SETH H 81 WYMAN STREET P.O. BOX 9046 WALTHAM, MA 024549046			VP, Gen. Counsel & Secretary	

Signatures

By: Barbara J. Lucas, Attorney-in-Fact for Seth H.
Hoogasian

08/11/2005

__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).

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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