

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2005-05-02** | Period of Report: **2005-04-29**
SEC Accession No. **0000097745-05-000065**

([HTML Version](#) on [secdatabase.com](#))

ISSUER

THERMO ELECTRON CORP

CIK: **97745** | IRS No.: **042209186** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **3829** Measuring & controlling devices, nec

Mailing Address
81 WYMAN ST
PO BOX 9046
WALTHAM MA 02451

Business Address
81 WYMAN ST
PO BOX 9046
WALTHAM MA 02451
7816221000

REPORTING OWNER

MANZI JIM P

CIK: **1216076**
Type: **4** | Act: **34** | File No.: **001-08002** | Film No.: **05789156**

Mailing Address
81 WYMAN ST
POST OFFICE BOX 9046
WALTHAM MA 02454

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: 02/28/2011
Estimated average burden hours per response 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person MANZIJIM P			2. Issuer Name and Ticker or Trading Symbol THERMO ELECTRON CORP [TMO]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/29/2005			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
81 WYMAN STREET, P.O. BOX 9046			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) WALTHAM, MA 024549046								
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/29/2005		<u>M</u>		17,444	A	\$16.29	36,106	D	
Common Stock	04/29/2005		<u>S</u>		244	D	\$24.51	35,862	D	
Common Stock	04/29/2005		<u>S</u>		1,400	D	\$24.5	34,462	D	
Common Stock	04/29/2005		<u>S</u>		200	D	\$24.49	34,262	D	
Common Stock	04/29/2005		<u>S</u>		600	D	\$24.47	33,662	D	
Common Stock	04/29/2005		<u>S</u>		200	D	\$24.46	33,462	D	
Common Stock	04/29/2005		<u>S</u>		5,400	D	\$24.45	28,062	D	
Common Stock	04/29/2005		<u>S</u>		2,100	D	\$24.44	25,962	D	
Common Stock	04/29/2005		<u>S</u>		500	D	\$24.43	25,462	D	
Common Stock	04/29/2005		<u>S</u>		1,016	D	\$24.42	24,446	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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
--	--	--------------------------------------	--	--------------------------------	---	--	---	--	--	--	--

				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (Right to Buy)	\$16.29	04/29/2005		<u>M</u>			17,444	05/23/2000	05/23/2005	Common Stock	17,444	\$ 0	0	D

Signatures

By: Barbara J. Lucas, Attorney-in-Fact for Jim P. Manzi

05/02/2005

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.