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TECHNITROL INC
Form 15-15D
November 05, 2002

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

FORM 15

Certification and Notice of Termination of Registration under Section 12(g) of the Securities Exchange Act of 1934 or Suspension of Duty to File Reports Under Sections 13 and 15(d) of the Securities Exchange Act of 1934.

Commission File Number 333-85271

TECHNITROL, INC.
(Exact name of registrant as specified in its charter)

1210 Northbrook Drive, Suite 385
Trevose, Pennsylvania 19053 (215)-355-2900
(Address, including zip code, and telephone
number, including area code, of
registrant's principal executive offices)

Plan interests in Technitrol, Inc. Employee Stock Purchase Plan
(Title of each class of securities covered by this Form)

Common Stock, \$0.125 par value
Plan interests in Technitrol, Inc. 2001 Employee Stock Purchase Plan
(Title of all other classes of securities for which a
duty to file reports under Section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

| | | | |
|-------------------------|--------------------------|------------------------|-------------------------------------|
| Rule 12g-4 (a) (1) (i) | <input type="checkbox"/> | Rule 12h-3(b) (1) (i) | <input type="checkbox"/> |
| Rule 12g-4 (a) (1) (ii) | <input type="checkbox"/> | Rule 12h-3(b) (1) (ii) | <input type="checkbox"/> |
| Rule 12g-4 (a) (2) (i) | <input type="checkbox"/> | Rule 12h-3(b) (2) (i) | <input type="checkbox"/> |
| Rule 12g-4 (a) (2) (ii) | <input type="checkbox"/> | Rule 12h-3(b) (2) (ii) | <input type="checkbox"/> |
| | | Rule 15d-6 | <input checked="" type="checkbox"/> |

Approximate number of holders of record as of the certification or notice date: None (holders of plan interests)

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

TECHNITROL, INC.

DATE: November 4, 2002

By: /s/ James M. Papada III

James M. Papada, III,
Chairman, President and Chief
Executive Officer

Instruction: This form is required by Rules 12g-4, 12h-3 and 15d-6 of the General Rules and Regulations under the Securities Exchange Act of 1934. The registrant shall file with the Commission three copies of Form 15, one of which shall be manually signed. It may be signed by an officer of the registrant, by

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counsel or by any other duly authorized person. The name and title of the person signing the form shall be typed or printed under the signature.