

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 8, 2002

Technitrol, Inc.  
(Exact Name of registrant as specified in its charter)

Pennsylvania (State or other jurisdiction of incorporation)	001-05375 (Commission File Number)	23-1292472 (I.R.S. Employer Identification No.)
---	---------------------------------------	---

1210 Northbrook Dr., Suite 385, Trevose, PA (Address of principal executive offices)	19053 (Zip Code)
---	---------------------

Registrant's telephone number, including area code: (215) 355-2900

Not Applicable  
(Former name or former address, if changed since last report)

Item 7. Financial Statements and Exhibits.

(c) Exhibits.

Exhibit -----	Description -----
99.1	Statement Under Oath of Principal Executive Officer Regarding Facts and Circumstances Relating to Exchange Act Filings
99.2	Statement Under Oath of Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings

Item 9. Regulation FD Disclosure

Technitrol, Inc. ("Technitrol") is voluntarily complying with the Securities and Exchange Commission's rule on senior management financial statement certifications by the CEO/CFO (Commission Order No. 4-460). Attached as Exhibit 99.1 and 99.2 hereto are the Statements Under Oath of the Principal Executive Officer and the Principal Financial Officer of Technitrol Regarding Facts and Circumstances Relating to Exchange Act Filings.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TECHNITROL, INC.

By: /s/ Drew A. Moyer

-----  
Drew A. Moyer  
Corporate Secretary

Date: August 8, 2002

EXHIBIT 99.1

I, James M. Papada, III, Principal Executive Officer, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Technitrol, Inc. and, except as corrected or supplemented in a subsequent covered report:
  - o no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - o no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Audit Committee of the Board of Directors of Technitrol, Inc.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - o Annual Report on Form 10-K for the fiscal year ended December 28, 2001 of Technitrol, Inc.
  - o all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Technitrol, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - o any amendments to any of the foregoing.

/s/ James M. Papada, III

-----  
James M. Papada, III

Date: August 8, 2002

Subscribed and sworn to  
before me this 8th day of  
August, 2002.

/s/ Jennine L. Winther

-----  
Notary Public, Bucks County

My Commission Expires  
March 22, 2003

EXHIBIT 99.2

I, Drew A. Moyer, Principal Financial Officer, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Technitrol, Inc. and, except as corrected or supplemented in a subsequent covered report:
  - o no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - o no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Audit Committee of the Board of Directors of Technitrol, Inc.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - o Annual Report on Form 10-K for the fiscal year ended December 28, 2001 of Technitrol, Inc.
  - o all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Technitrol, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - o any amendments to any of the foregoing.

/s/ Drew A. Moyer  
-----  
Drew A. Moyer

Date: August 8, 2002

Subscribed and sworn to  
before me this 8th day of  
August, 2002.

/s/ Jennine L. Winther  
-----  
Notary Public, Bucks County  
  
My Commission Expires  
March 22, 2003