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Thermo
ELECTRON CORPORATION

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RECEIVED
OFFICE OF THE SECRETARY

SEP 5 - 2002

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September 4, 2002

VIA OVERNIGHT DELIVERY

Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549-0609
Attention: Jonathan G. Katz, Secretary

Re: File No. 4-460
Sworn Statements Pursuant to Section 21(a)(1)
of the Securities Exchange Act

Dear Mr. Katz:

Pursuant to Order of the Securities Exchange Commission requiring filing of sworn statements pursuant to Section 21(a) of the Securities Exchange Act of 1934 (File No. 4-460), enclosed please find a sworn statement from each of Richard F. Syron, Principal Executive Officer, and Theo Melas-Kyriazi, Principal Financial Officer, of Thermo Electron Corporation.

Please acknowledge receipt of this letter and the attached statements by date stamping the enclosed copy of this letter and returning it to me in the enclosed self-addressed, stamped envelope.

If you have any questions, please contact me at (781) 622-1198.

Yours truly,



Seth H. Hoogasian
Vice President, General Counsel and Secretary

SHH:bb
Enclosures

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STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, Theo Melas-Kyriazi, state and attest that:

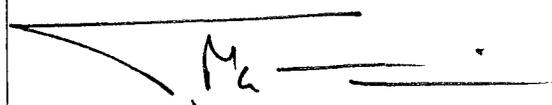
(1) To the best of my knowledge, based upon a review of the covered reports of Thermo Electron Corporation, and, except as corrected or supplemented in a subsequent covered report:

- 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
- 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 Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K for fiscal year ended December 29, 2001 of Thermo Electron Corporation;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Thermo Electron Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

 <p>Theo Melas-Kyriazi Principal Financial Officer September 4, 2002</p>	<p>Subscribed and sworn to before me this 4th day of September, 2002. /s/ <u>Barbara L. Lucas</u> Notary Public: <u>Barbara L. Lucas</u> My Commission Expires: <u>June 9, 2006</u></p>
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