

BATRACK DAN L
Form 4
December 07, 2017

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BATRACK DAN L

(Last) (First) (Middle)

3475 EAST FOOTHILL BOULEVARD

(Street)

PASADENA,, CA 91107

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TETRA TECH INC [TTEK]

3. Date of Earliest Transaction (Month/Day/Year)
12/06/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

CHAIRMAN AND CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 or Price		
COMMON STOCK	12/06/2017		M		10,856 A \$ 24.26	286,533	D
COMMON STOCK	12/06/2017		S		10,856 D \$ 48.7644	275,677	D
COMMON STOCK	12/07/2017		M		12,341 A \$ 24.26	288,018	D
COMMON STOCK	12/07/2017		S		12,341 D \$ 48.7483	275,677	D
	12/07/2017		M		8,968 A \$ 28.58	284,645	D

COMMON
STOCK

COMMON STOCK	12/06/2017	S	8,968	D	\$ 48.5586	275,677	D
					<u>(3)</u>		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)	\$ 24.26	12/06/2017		M	10,856	11/16/2016 ⁽⁴⁾	11/16/2020	COMMON STOCK	10,856
STOCK OPTION (RIGHT TO BUY)	\$ 24.26	12/07/2017		M	12,341	11/16/2016 ⁽⁴⁾	11/16/2020	COMMON STOCK	12,341
STOCK OPTION (RIGHT TO BUY)	\$ 28.58	12/07/2017		M	8,968	11/22/2017 ⁽⁵⁾	11/22/2021	COMMON STOCK	8,968

Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
X			

BATRACK DAN L
3475 EAST FOOTHILL BOULEVARD
PASADENA,, CA 91107

CHAIRMAN
AND CEO

Signatures

JANIS SALIN for DAN L.
BATRACK

12/07/2017

__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).
- (1) \$48.7644 is an average price. Shares were sold at prices ranging from \$48.75to \$48.85 per share.
- (2) \$48.7483 is an average price. Shares were sold at prices ranging from \$48.65 to \$48.85 per share.
- (3) \$48.5586 is an average price. Shares were sold at prices ranging from \$48.50 to \$48.65 per share.
- (4) The option was fully exercisable on November 16, 2016.
- (5) The option was fully exercisable on November 22, 2017.

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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