## Edgar Filing: TETRA TECH INC - Form 4

TETE A TECH INC

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2015							
4 LINUTED STATE	C CECUDITIES AN		CE COMMERION	OMB APPROVAL			
UNITED STATE			GE COMMISSION	OMB 3235-0287 Number:			
<b>STATEMENT (</b> Filed pursuant to	Expires: January 31, 2005 Estimated average burden hours per response 0.5						
le. 20(1-	•			n			
sponses)							
	Symbol	-	Issuer	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(First) (Middle)	3. Date of Earliest Tran	saction	(Clied	(Cneck all applicable)			
3475 EAST FOOTHILL(Month/Day/Year)3475 EAST FOOTHILL11/20/2015BOULEVARD11/20/2015			X_ Director Officer (give below)	Officer (give title Other (specify			
(Street)	4. If Amendment, Date Filed(Month/Day/Year)	Original	6. Individual or Jo Applicable Line)	6. Individual or Joint/Group Filing(Check Applicable Line)			
, CA 91107				One Reporting Person Aore than One Reporting			
(State) (Zip)	Table I - Non-Der	vivative Securition	es Acquired, Disposed o	f, or Beneficially Owned			
(Month/Day/Year) Exect any	ution Date, if Transaction Code	Disposed of (D (Instr. 3, 4 and (A)	b) Beneficially 5) Owned Following Reported Transaction(s)	es Form: Direct Indirect ially (D) or Beneficial Indirect (I) Ownership ng (Instr. 4) (Instr. 4) id tion(s)			
	Code V		Price (Instr. 3 and 4)				
11/20/2015	А	900 <u>(2)</u> A	\$ 0 12,215	D			
11/20/2015	D	600 <u>(3)</u> D	\$ 0 11,615	D			
11/22/2015	А	240 <u>(4)</u> A	\$ 0 11,855	D			
	STATEMENT C Filed pursuant to Section 17(a) of the 30(h sponses) ress of Reporting Person * HARD H (First) (Middle) OOTHILL OOTHILL OOTHILL D (Street) , CA 91107 (State) (Zip) 2. Transaction Date 2A. I (Month/Day/Year) Exec any (Mor	2015 4 UNITED STATES SECURITIES AN Washington, D Sox STATEMENT OF CHANGES IN BI SECURIT Filed pursuant to Section 16(a) of the 3 Section 17(a) of the Public Utility Holdin association 30(h) of the Investment C sponses) ress of Reporting Person <sup>1</sup> 2. Issuer Name and T Symbol TETRA TECH INC (First) (Middle) 3. Date of Earliest Tran (Month/Day/Year) OOTHILL 11/20/2015 (Street) 4. If Amendment, Date Filed(Month/Day/Year) (Street) 4. If Amendment, Date Filed(Month/Day/Year) , CA 91107 (State) (Zip) Table I - Non-Der 2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if Transactio any Code (Month/Day/Year) (Instr. 8) Code V 11/20/2015 A 11/20/2015 D	2015 4 UNITED STATES SECURITIES AND EXCHANT Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL SECURITIES Filed pursuant to Section 16(a) of the Securities Exc and the Public Utility Holding Company A so and the Public Utility Holding Company A ion 30(h) of the Investment Company Act of sponses) ress of Reporting Person $1 \\ 2.$ Issuer Name and Ticker or Trading Symbol TETRA TECH INC [TTEK] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) OOTHILL 11/20/2015 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (CA 91107 (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) Execution Date, if (Month/Day/Year) Execution Date, if (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and (A) Code V Amount (D) 11/20/2015 D 600 (3) D	2015 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION Washington, D.C. 20549 Sov 5 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 sponses) tress of Reporting Person 1 2. Issuer Name and Ticker or Trading Symbol TETRA TECH INC [TTEK] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 2. A. Deemed (Street) 5. Anount of Code V Amount (D) Price (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 3 and 4) (Instr. 3 and 4) (Instr. 3 and 4) (Month/Day Di S 0 11,615			

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control

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#### number.

# 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. Transactic Code (Instr. 8)	5. Number prof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and Am Underlying Sec (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
STOCK OPTION	\$ 27.16	11/20/2015		А	4,200	11/20/2016(1)	11/20/2025	COMMON STOCK	4,20

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
	Director	10% Owner	Officer	Other		
TRULY RICHARD H 3475 EAST FOOTHILL BOULEVARD PASADENA,, CA 91107	Х					
Signatures						
JANIS SALIN for RICHARD H. TRULY	11/	24/2015				
<u>**Signature of Reporting Person</u>		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) The option becomes exercisable as to 100% of the shares on the anniversary of the grant date.
- (2) 900 restricted stock units (RSUs) were awarded to the reporting person on November 20, 2015. The RSUs will become vested as to 100% of the shares on the anniversary of the grant date.
- (3) In accordance with our compensation policy for Directors, 600 shares of restricted stock granted on 11/16/2012 were canceled on 11/20/2015 when certain performance conditions were not achieved.
- (4) In accordance with our compensation policy for Directors, 140% of the applicable restricted stock installment granted on 11/22/2013 became vested on 11/22/2015, and 240 additional shares were issued to the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.