

BATRACK DAN L
Form 4
December 07, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3475 EAST FOOTHILL BOULEVARD

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

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

CHAIRMAN AND CEO

(Street)
PASADENA,, CA 91107

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 | (D) | Price |
| COMMON STOCK | 12/06/2017 | | M | | 10,856 | A | \$ 24.26 |
| | | | | | | | 286,533 |
| COMMON STOCK | 12/06/2017 | | S | | 10,856 | D | \$ 48.7644 |
| | | | | | | | 275,677 |
| COMMON STOCK | 12/07/2017 | | M | | 12,341 | A | \$ 24.26 |
| | | | | | | | 288,018 |
| COMMON STOCK | 12/07/2017 | | S | | 12,341 | D | \$ 48.7483 |
| | | | | | | | 275,677 |
| | 12/07/2017 | | M | | 8,968 | A | \$ 28.58 |
| | | | | | | | 284,645 |

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.

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

SEC 1474
(9-02)

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.
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.