

TETRA TECH INC
Form 4
May 30, 2008

FORM 4

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

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

OMB APPROVAL

OMB
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2005
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(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)
05/29/2008

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	(A) or (D)	Price
COMMON STOCK	05/29/2008		M		300	A	\$ 12.84
COMMON STOCK	05/29/2008		S		300	D	\$ 25.95
COMMON STOCK	05/29/2008		M		100	A	\$ 12.84
COMMON STOCK	05/29/2008		S		100	D	\$ 25.87
COMMON STOCK	05/29/2008		M		100	A	\$ 12.84

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COMMON STOCK	05/29/2008	S	100	D	\$ 25.98	68,729	D
COMMON STOCK	05/29/2008	M	1,000	A	\$ 12.84	69,729	D
COMMON STOCK	05/29/2008	S	1,000	D	\$ 25.97	68,729	D
COMMON STOCK	05/29/2008	M	3,100	A	\$ 12.84	71,829	D
COMMON STOCK	05/29/2008	S	3,100	D	\$ 25.96	68,729	D

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

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(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 (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	\$ 12.84	05/29/2008		M	300	12/23/2003 ⁽¹⁾ 12/23/2012	COMMON STOCK 300
STOCK OPTION	\$ 12.84	05/29/2008		M	100	12/23/2003 ⁽¹⁾ 12/23/2012	COMMON STOCK 100
STOCK OPTION	\$ 12.84	05/29/2008		M	100	12/23/2003 ⁽¹⁾ 12/23/2012	COMMON STOCK 100
STOCK OPTION	\$ 12.84	05/29/2008		M	1,000	12/23/2003 ⁽¹⁾ 12/23/2012	COMMON STOCK 1,000
STOCK OPTION	\$ 12.84	05/29/2008		M	3,100	12/23/2003 ⁽¹⁾ 12/23/2012	COMMON STOCK 3,100

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BATRACK DAN L 3475 EAST FOOTHILL BOULEVARD PASADENA,, CA 91107	X		CHAIRMAN AND CEO	

Signatures

JANIS SALIN for DAN L.
BATRACK

05/29/2008

__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) The option was fully vested as of December 23, 2005.

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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