

TETRA TECH INC
Form 4
March 18, 2008

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 *
CHRISTENSEN CRAIG 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)
03/17/2008

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)
VICE PRESIDENT

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 <u>(1)</u>	03/17/2008		M		1,000 A \$ 11.776	17,090	D
COMMON STOCK <u>(1)</u>	03/17/2008		S		1,000 D \$ 17.782	16,090	D
COMMON STOCK <u>(1)</u>	03/17/2008		M		291 A \$ 11.776	16,381	D
COMMON STOCK <u>(1)</u>	03/18/2008		M		1,000 A \$ 11.776	17,381	D
COMMON STOCK <u>(1)</u>	03/18/2008		S		1,000 D \$ 18.4101	16,381	D

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COMMON STOCK (1) 03/18/2008 M 321 A \$ 11.776 16,702 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 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)
STOCK OPTION	\$ 11.776	03/17/2008		M	1,000	03/23/2002 ⁽²⁾ 03/23/2008	COMMON STOCK 1,000
STOCK OPTION	\$ 11.776	03/17/2008		M	291	03/23/2002 ⁽²⁾ 03/23/2008	COMMON STOCK 291
STOCK OPTION	\$ 11.776	03/18/2008		M	1,000	03/23/2002 ⁽²⁾ 03/23/2008	COMMON STOCK 1,000
STOCK OPTION	\$ 11.776	03/18/2008		M	321	03/23/2002 ⁽²⁾ 03/23/2008	COMMON STOCK 321

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CHRISTENSEN CRAIG L
3475 EAST FOOTHILL BOULEVARD
PASADENA,, CA 91107

VICE PRESIDENT

Signatures

JANIS SALIN for CRAIG L.
CHRISTENSEN

03/18/2008

**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) Pursuant to a 10b5-1 Plan.

(2) The option was fully vested on March 23, 2002.

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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