TETRA TECH INC

Form 4

November 19, 2013

## FORM 4

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

OMB Number:

3235-0287

0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires:

2005 Estimated average

**OMB APPROVAL** 

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

**SECURITIES** 

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BIEBER MICHAEL A			2. Issuer Name <b>and</b> Ticker or Trading Symbol TETRA TECH INC [TTEK]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Sheek un appheasie)		
			(Month/Day/Year)	Director 10% Owner		
3475 EAST FOOTHILL BOULEVARD			11/16/2013	_X_ Officer (give title Other (spe below) below) SENIOR VICE PRESIDENT		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
PASADENA,, CA 91107				Form filed by More than One Reporting Person		

(City)	(State) (2	Zip) Table	I - Non-Do	erivative S	Securi	ties Acquire	ed, Disposed of, o	or Beneficially	Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired (A)  Transaction Disposed of (D)  Code (Instr. 3, 4 and 5)  (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
COMMO	N 11/16/2013		Code V M	Amount 500 (4)	. ,	Price \$ 0	(Instr. 3 and 4) 16,275	D	
STOCK	11/10/2013		141	300 <u>~</u>	11	ΨΟ	10,273	D	
COMMO: STOCK	N 11/16/2013		F	188 (1)	D	\$ 28.87	16,087	D	
COMMO: STOCK	N 11/18/2013		M	9,255	A	\$ 24.56	25,342	D	
COMMO: STOCK	N 11/18/2013		M	745	A	\$ 24.56	26,087	D	
COMMO: STOCK	N 11/18/2013		S	9,255	D	\$ 28.8982	16,832	D	

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COMMON STOCK 11/18/2013 S 745 D \$ 16,087 D

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

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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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number ion 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 Am Underlying Sec (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
RESTRICTED STOCK UNITS	\$ 0	11/16/2013		M	500 (3)	11/16/2012	11/16/2016	COMMON STOCK
STOCK OPTION	\$ 24.56	11/18/2013		M	9,255	01/20/2005(2)	01/20/2014	COMMON STOCK
STOCK OPTION	\$ 24.56	11/18/2013		M	745	01/20/2005(2)	01/20/2014	COMMON STOCK

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BIEBER MICHAEL A

3475 EAST FOOTHILL BOULEVARD SENIOR VICE PRESIDENT

PASADENA,, CA 91107

**Signatures** 

JANIS SALIN for MICHAEL A.

BIEBER 11/19/2013

\*\*Signature of Reporting Person Date

Reporting Owners 2

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### **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) On November 16, 2013, 500 restricted stock units (RSUs) awarded in November 2012 vested. Of the vested RSUs, 188 underlying shares were withheld to pay the related tax liability.
- (2) The option was fully vested as of January 20, 2005.
- On November 16, 2013, 500 restricted stock units (RSUs) awarded in November 2012 vested. The shares of common stock into which such vested RSUs converted are reported in Table I of this Form 4.
- (4) Represents the conversion upon vesting of restricted stock units into common stock.

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.