TETRA TECH INC

Form 4

November 16, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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OMB APPROVAL

response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BIEBER MICHAEL A			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)	3. Date of Earliest Transaction	(
			(Month/Day/Year)	Director 10% Owner		
3475 EAST FOOTHILL BOULEVARD (Street)			11/15/2011	X Officer (give title Other (specify below)		
			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
PASADENA,, CA 91107			Filed(Month/Day/Year)			

(City)	(State) (Z	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)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	Officer Dispose (Instr. 3,	sed of 4 and (A) or	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)
COMMON STOCK	11/15/2011		Code V M	Amount 534	(D)	Price \$ 11.8	16,742	D	
COMMON STOCK	11/15/2011		S	534	D	\$ 22.3639	16,208	D	
COMMON STOCK	11/15/2011		M	7,500	A	\$ 11.8	23,708	D	
COMMON STOCK	11/15/2011		S	7,500	D	\$ 22.3639	16,208	D	
COMMON STOCK	11/15/2011		S	3,360	D	\$ 22.5905	12,848	D	

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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 conf 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 Amo Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 11.8	11/15/2011		M	534	01/20/2004(1)	01/20/2013	COMMON STOCK	
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 11.8	11/15/2011		M	7,500	01/20/2004(1)	01/20/2013	COMMON STOCK	

Reporting Owners

Reporting Owner Name / Address

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 11/16/2011

**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) The option was fully vested as of January 20, 2007.

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.