SANDERSON MATTHEW

Form 4

February 26, 2018

FORM 4

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

OMB

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

3235-0287 Number: January 31, Expires:

2005

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations

may continue.

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

burden hours per response... 0.5

Estimated average

See Instruction 1(b).

(Print or Type Responses)

1. Name and A SANDERSO	2. Issuer Name and Ticker or Trading Symbol TETRA TECHNOLOGIES INC [TTI]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 24955 INTE	(First) (N	Middle)	3. Date of (Month/D) 02/22/20	ansaction			Director 10% Owner Officer (give title Other (specification) below) Senior Vice President					
				nendment, Date Original Ionth/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
							Person					
(City)	(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)	Execution any	med on Date, if Day/Year)	3. Transact Code (Instr. 8))	4. Securitin(A) or Dis (Instr. 3, 4)	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	02/22/2018			A		52,494	A	\$ 0 (1)	149,607	D		
Common Stock	02/22/2018			F		2,959	D	\$ 3.87 (2)	146,648	D		

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

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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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		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)	\$ 3.87	02/22/2018		A	54,645	<u>(3)</u>	02/22/2028	Common Stock	33,262	

Reporting Owners

Reporting Owner Name / Address	Relationships							
<u>.</u>	Director	10% Owner	Officer	Other				
SANDERSON MATTHEW			Senior					
24955 INTERSTATE 45 N			Vice					
THE WOODLANDS, TX 77380			President					

Signatures

Kimberly M. O'Brien, attorney in fact 02/26/2018

**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).
- This restricted stock award was granted pursuant to the TETRA Technologies, Inc. Third Amended and Restated 2011 Long Term
 (1) Incentive Compensation Plan. One-third of the award will vest on February 22, 2019, and one-sixth at the completion of each six-month period thereafter until February 22, 2021.
- (2) Reflects shares surrendered to the Issuer to satisfy tax withholding obligations upon the vesting of restricted stock granted on February 22, 2017.
- This stock option award was granted pursuant to the TETRA Technologies, Inc. Third Amended and Restated 2011 Long Term Incentive (3) Compensation Plan. One-third of the award will vest on February 22, 2019, and the remaining stock options will vest in monthly installments thereafter until February 22, 2021.

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.

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