FUNKE JAMES H

Form 4

February 26, 2018

FORM 4

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

OMB Number: 3235-0287

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

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

response...

5 Relationship of Reporting Person(s) to

1(b).

(Print or Type Responses)

1 Name and Address of Reporting Person *

FUNKE JAMES H			Symbol TETRA TECHN [TTI]	OLOGIES INC	Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest T (Month/Day/Year)	ransaction	Director Officer (give	e title 10% Owner Other (specify below)	
24955 INTERSTATE 45 N			02/22/2018		VP		
	(Street)		4. If Amendment, D	ate Original	6. Individual or J	oint/Group Filing(Check	
			Filed(Month/Day/Yea	r)	Applicable Line)	0 n d n	
THE WOODLANDS, TX 77380					_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-	Derivative Securities Acq	uired, Disposed o	f, or Beneficially Owned	
1.Title of	2. Transaction	Date 2A. Deer	med 3.	4. Securities Acquired	5. Amount of	6. Ownership 7. Nature	

(City)	(State) (Zip) Table	e I - Non-D	erivative S	Securi	ties Acq	uired, Disposed o	of, or Beneficial	ly 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	02/22/2018		A	36,746	A	\$ 0 (1)	63,774	D	
Common Stock	02/22/2018		F	1,973	D	\$ 3.87 (2)	61,801	D	
Common Stock							13,910	I	by 401(k) Plan (3)
Common Stock							39,812	I	by Funke Family Living Trust (4)

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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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	erivative Expiration Date eccurities (Month/Day/Year) cquired (A) Disposed of O) nstr. 3, 4,		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	38,252	<u>(5)</u>	02/22/2028	Common Stock	38,252

Reporting Owners

Reporting Owner Name / Address	Relationships						
rr a g a m a m a m a m a m a m a m a m a m	Director	10% Owner	Officer	Other			
FUNKE JAMES H							
24955 INTERSTATE 45 N			VP				
THE WOODLANDS, TX 77380							

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.
- Reflects shares surrendered to the Issuer to satisfy tax withholding obligations upon the vesting of restricted stock granted on February 22, 2017
- (3) Rounded. Reflects shares held for the Reporting Person's account by the Trustee of TETRA Technologies, Inc. 401(k) Retirement Plan as of December 31, 2017.

Reporting Owners 2

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- (4) These shares are held in a trust for the benefit of the reporting person and the reporting person's spouse and children. The reporting person and his spouse are co-trustees of the trust..
- This stock option award was granted pursuant to the TETRA Technologies, Inc. Third Amended and Restated 2011 Long Term Incentive (5) 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.