

MATHEWS DENNIS  
Form 4  
September 16, 2005

**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 \*  
MATHEWS DENNIS

2. Issuer Name and Ticker or Trading Symbol  
TETRA TECHNOLOGIES INC  
[TTI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
25025 INTERSTATE 45  
NORTH, SUITE 600  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
09/14/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Senior Vice President

THE WOODLANDS, TX 77380

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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)	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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	09/14/2005		M			18,800	A	\$ 11.1111	48,782	D	
Common Stock	09/14/2005		S			200	D	\$ 29.78	48,582	D	
Common Stock	09/14/2005		S			100	D	\$ 29.73	48,482	D	
Common Stock	09/14/2005		S			1,100	D	\$ 29.7	47,382	D	
Common Stock	09/14/2005		S			4,600	D	\$ 29.69	42,782	D	

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Common Stock	09/14/2005	S	600	D	\$ 29.66	42,182	D	
Common Stock	09/14/2005	S	1,000	D	\$ 29.64	41,182	D	
Common Stock	09/14/2005	S	200	D	\$ 29.63	40,982	D	
Common Stock	09/14/2005	S	100	D	\$ 29.56	40,882	D	
Common Stock	09/14/2005	S	10,900	D	\$ 29.5	29,982	D	
Common Stock						3,589	I	by 401(k) Plan

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 11.1111	09/14/2005		M	18,800	03/09/2004 03/09/2007	Common Stock 18,800

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MATHEWS DENNIS 25025 INTERSTATE 45 NORTH SUITE 600			Senior Vice President	

THE WOODLANDS, TX 77380

## Signatures

Eileen M. Price, AIF for Dennis R.  
Mathews

09/16/2005

  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).

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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