

TETRA TECHNOLOGIES INC
Form 8-K
December 22, 2005

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (date of earliest event reported): **December 16, 2005**

TETRA Technologies, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State of Incorporation)

1-13455
(Commission File Number)

74-2148293
(I.R.S. Employer Identification Number)

25025 Interstate 45 North, Suite 600

The Woodlands, Texas 77380

(Address of Principal Executive Offices and Zip Code)

(281) 367-1983

(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01. Entry Into A Material Definitive Agreement.

On December 16, 2005, the Board of Directors (the "Board") of TETRA Technologies, Inc. (the "Company") approved certain amendments to the TETRA Technologies, Inc. 1998 Director Stock Option Plan (As Amended Through June 27, 2003) (the "Plan"). A copy of the approved First Amendment to the TETRA Technologies, Inc. 1998 Director Stock Option Plan (As Amended Through June 27, 2003) (the "First Amendment") is attached as Exhibit 10.1 and incorporated herein by reference.

The purpose of the First Amendment is to formally amend the Plan to reflect the previous increase in the annual awards provided for thereunder consistent with the Company's 2003 stock split. On August 21, 2003, the Company effected, in the form of a stock dividend, a 3-for-2 stock split. Consistent with the increase in the remaining number of shares available under the Plan as a result of the stock split, the Management and Compensation Committee of the Board approved, and the Company, as authorized by the Board, commencing with the annual awards provided for under the Plan for 2004, increased the amount of the annual awards from 8,000 shares to 12,000 shares. The amendments reflected in the First Amendment are effective as of August 21, 2003 and reflect the increase in the amount of the annual award.

The Company is also filing the form of the stock option agreement used by the Company in connection with option grants made under the Plan, as amended by the First Amendment.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

| Exhibit Number | Description |
|----------------|---|
| 10.1 | First Amendment to the TETRA Technologies, Inc. 1998 Director Stock Option Plan (As Amended Through June 27, 2003) dated December 16, 2005. |
| 10.2 | Form of Stock Option Agreement under the TETRA Technologies, Inc. 1998 Director Stock Option Plan (As Amended Through June 27, 2003), as further amended by the First Amendment to the TETRA Technologies, Inc. 1998 Director Stock Option Plan (As Amended Through June 27, 2003). |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TETRA Technologies, Inc.

By: /s/Geoffrey M. Hertel

Geoffrey M. Hertel

President & Chief Executive Officer

Date: December 22, 2005

EXHIBIT INDEX

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