

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of
the Investment Company Act of 1940

(Print or Type Responses)

| | | | |
|--|--|--|--|
| 1. Name and Address of Reporting Person* Peterson Derek | 2. Date of Event Requiring Statement (Month/Day/Year) 02/09/2012 | 3. Issuer Name and Ticker or Trading Symbol Terra Tech Corp. [TRTC] | |
| (Last) (First) (Middle) 18101 VON KARMAN | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President and CEO | |
| (Street) IRVINE, CA 92612 | | 5. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |
| (City) (State) (Zip) | Table I - Non-Derivative Securities Beneficially Owned | | |
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
| common stock | 900,000 (1) | D | |

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) | |
|---|--|---|--|---|---|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |
| Series A Preferred Stock | 02/09/2012 | (2) | common stock | 50 | \$ 0 | D |
| Series B Preferred Stock | 02/09/2012 | (3) | common stock | 1,136,131 | \$ 0 | D |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|--------------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Peterson Derek 18101 VON KARMAN IRVINE, CA 92612 | X | | President and CEO | |

Signatures

| | |
|-------------------------------|------------|
| /s/ Derek Peterson | 05/01/2012 |
| Signature of Reporting Person | Date |

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

In addition, there are 10,498,100 shares of common stock, 50 shares of Series A Preferred Stock and 12,500,000 shares of Series B Preferred Stock owned by the spouse of

(1) the reporting person. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purposes.

(2) Each share of Series A Preferred Stock is convertible, at the option of the holder, on a 1-for-1 basis, into shares of common stock.

- (3) Each share of Series B Preferred Stock is convertible, at the option of the holder, on a 1-for-5.384325537 basis, into shares of common stock and has voting rights equal to 100 shares of common stock.

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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