FORM 4

(Print or Type Responses)

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 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* Gladstone Alan David				2. Issuer Name and Ticker or Trading Symbol Terra Tech Corp. [TRTC]							5	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
(Last 2040 MA		(First) ET, SUITE	(Middle)		ate of Ear 23-05:00			ection	n (M	Ionth/Day	y/Year)		-		r (give title belo	w)	Other (specify	below)
(Street)				4. If	4. If Amendment, Date Original Filed(Month/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					
IRVINE,	CA 92614	(State)	(Zip)											_				
(City)	(State)	(Zip)			T	able I -	Non	-De	rivative	Securit	ies Ac	quir	ed, Dispo	osed of, or I	Beneficially	Owned	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	ition Date	on Date, if	(Instr. 8)		(A) or Disposed (Instr. 3, 4 and		l of (D) Benefi 5) Repor		Beneficia	ount of Securities icially Owned Following ted Transaction(s) 3 and 4)		6. Ownership Form: Direct (D)	Beneficial Ownership		
							Code	e	v	Amount	(A) or (D)	Pric	ce				or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock			12/23- 05:00/2020				S			70,000	D	\$ 0.15	501	1,132,767			D	
Lommon Stock		12/23- 05:00/2020				S			66,667	D	\$ 0.15	521	1,066,100		D			
Common Stock			12/23- 05:00/2020				S			50,000	D	\$ 0.15	504	1,016,100			D	
Common Stock			12/23- 05:00/2020				S			50,000	D	\$ 0.15	808	966,100	56,100		D	
Reminder:	Report on a s	separate line fo	or each class of secu	rities l	oeneficiall	уо	wned di	Ī	Pers	sons wh tained i	no resp n this	form a	are	not requ	ction of inf ired to res OMB conf	spond unle	ess	C 1474 (9-02)
			Table II -		ative Secu									y Owned				
	security or Exercise (n 3A. Deemed Execution D. Year) any (Month/Day/	ate, if	4. Transacti Code	ion	5. Number of Operivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. I and (Mo	6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number			9. Number o Derivative Securities Beneficially Owned Following Reported Transaction ((Instr. 4)	Owner Form of Deriva Securi Direct or Indi	Ownersl y: (Instr. 4) (D) rect
					Code	V	(A) ((D)	Exe	ercisable	Date	1	nne	of Shares				

Reporting Owners

B 41 0 N 4	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Gladstone Alan David 2040 MAIN STREET SUITE 225 IRVINE, CA 92614	X						

Signatures

/s/ Alan Gladstone	12/28-05:00/2020			
**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.

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.