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TENNECO I	INC										
Form 4 January 20, 2	0012										
									OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287		
Check thi if no long subject to Section 1 Form 4 ou Form 5 obligation may conti <i>See</i> Instru 1(b).	uant to Se) of the P	CHAN ection 16 ublic Uti	GES IN F SECURI 5(a) of the ility Hold vestment (January 31 Expires: 200 Estimated average burden hours per response 0.							
(Print or Type R	Responses)										
			2. Issuer Name and Ticker or Trading Symbol TENNECO INC [TEN]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	iddle)	3. Date of Earliest Transaction				(Check all applicable)				
GOVERNM	ENNEDY SCHOO IENT, HARVARI FY, 79 JFK STRE	DLOF D	(Month/Da 01/18/20	-				X Director Officer (give below)		6 Owner er (specify	
				ndment, Date Original th/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 			
CAMBRIDO	GE, MA 02138							Person	viore than One R	eporung	
(City)	(State) (State)	Zip)	Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deen Execution any (Month/E)	5. Amount of 6. Ownership 7. Natur Securities Form: Direct Indirect Beneficially (D) or Benefici Owned Indirect (I) Ownersh Following (Instr. 4) (Instr. 4) Reported Transaction(s)			
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	01/18/2012			A <u>(1)</u>	3,020	А	\$0	5,002 <u>(1)</u>	D		
Common Stock	01/19/2012			J <u>(2)</u>	1,982	А	\$0	38,895	D		
Common	01/19/2012			J <u>(2)</u>	1,982	D	\$0	3,020 <u>(1)</u>	D		

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

Stock

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form

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displays a currently valid OMB control number.

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)	4. Transactio Code (Instr. 8)	5. 6. Date Exercisable and onNumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
Beno	rtina O	wners	Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
PORTER ROGER B JOHN F. KENNEDY SCHOOL OF GOVERNMENT HARVARD UNIVERSITY, 79 JFK STREET CAMBRIDGE, MA 02138	Х					
Signatures						
/s/ James D. Harrington, Attorney-in-fact for Roger B. Porter		01/20/2012				
<u>**</u> 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).
- (1) Reflects restricted stock granted to the Reporting Person pursuant to Rule 16b-3, all of which vest on the six month anniversary of the grant date.
- (2) Reflects vesting of restricted stock granted to the Reporting Person pursuant to Rule 16b-3, which is now being reported as non-restricted stock.

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.