

Fornos Josep  
Form 3/A  
April 01, 2011

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB  
Number: 3235-0104  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

## INITIAL STATEMENT OF 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 * | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                                                                                                                                                                            |
| Â Fornos Josep                            | (Month/Day/Year)                     | TENNECO INC [TEN]                                                                                                                                                                                                             |
| (Last) (First) (Middle)                   | 07/13/2010                           |                                                                                                                                                                                                                               |
| AVENUE DU BOURGET 50                      |                                      | 4. Relationship of Reporting Person(s) to Issuer                                                                                                                                                                              |
| (Street)                                  |                                      | (Check all applicable)                                                                                                                                                                                                        |
|                                           |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below) (specify below)<br>SR VP & GM<br>Europe/SoAmer/India |
| BRUSSELS,Â C9Â 1130                       |                                      | 5. If Amendment, Date Original Filed(Month/Day/Year)                                                                                                                                                                          |
| (City) (State) (Zip)                      |                                      | 07/15/2010                                                                                                                                                                                                                    |
|                                           |                                      | 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                                                                                                                                                         |

### Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities<br>Beneficially Owned<br>(Instr. 4) | 3. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial<br>Ownership<br>(Instr. 5) |
|------------------------------------|-------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------|
| Common Stock                       | 519 <u>(1)</u> <u>(2)</u>                                   | D                                                                       | Â                                                           |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|-----------------------------------------------|----------------------------------------------------------------|--------------------------------------------------------------------------------------|--------------------------------------------------------------------|---------------------------------------------------------------------------------|-------------------------------------------------------------|
|                                               | Date<br>Exercisable                                            | Expiration<br>Date                                                                   | Title                                                              | Amount or<br>Number of                                                          |                                                             |

Shares

(I)  
(Instr. 5)

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |                                  |       |
|-----------------------------------------------------------|---------------|-----------|----------------------------------|-------|
|                                                           | Director      | 10% Owner | Officer                          | Other |
| Fornos Josep<br>AVENUE DU BOURGET 50<br>BRUSSELS, C9 1130 | Â             | Â         | Â SR VP & GM Europe/SoAmer/India | Â     |

## Signatures

/s/James D. Harrington, Attorney-in-fact for Josep  
Fornos

04/01/2011

\_\_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).

Reflects grant of restricted stock to the Reporting Person pursuant to Rule 16b-03, one third of which vest on each of the first three  
(1) anniversaries of the grant date. The first installment vested on July 1, 2009, the second installment vested on July 1, 2010 and the third installment becomes vested on July 1, 2011.

These unvested shares reduce the number of unvested shares originally reported in the reporting person's original Form 3, and such  
(2) reduction is not reflected in the Form 4s filed by the reporting person on July 15, 2010, January 19, 2011, January 21, 2011 and January 25, 2011.

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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