

Weins Bruce
Form 4
December 26, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
Weins Bruce

2. Issuer Name and Ticker or Trading Symbol
SEACOR HOLDINGS INC /NEW/ [CKH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/21/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP/Chief Financial Officer

C/O SEACOR HOLDINGS INC., 2200 ELLER DRIVE, PO BOX 13038

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

FORT LAUDERDALE, FL 33316

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	12/21/2017		M	A	\$ 28.03	D	
Common Stock	12/21/2017		M	A	\$ 22.21	D	
Common Stock	12/21/2017		M	A	\$ 28.78	D	
Common Stock	12/21/2017		M	A	\$ 44.99	D	
	12/21/2017		M	A		D	

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Common Stock						\$ 44.28		
Common Stock	12/21/2017		M	599	A	\$ 38.26	14,530	D
Common Stock	12/21/2017		M	599	A	\$ 39.68	15,129	D
Common Stock	12/21/2017		S	2,569	D	\$ 49	12,560	D

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

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(9-02)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price or Deriv Secur (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (right to buy)	\$ 28.03 <u>(1)</u>	12/21/2017		M	148 <u>(2)</u>	<u>(3)</u> 03/04/2020	Common Stock	148	\$
Stock Options (right to buy)	\$ 22.21 <u>(4)</u>	12/21/2017		M	148 <u>(2)</u>	<u>(3)</u> 03/04/2020	Common Stock	148	\$
Stock Options (right to buy)	\$ 28.78 <u>(5)</u>	12/21/2017		M	148 <u>(2)</u>	<u>(3)</u> 03/04/2020	Common Stock	148	\$
Stock Options (right to buy)	\$ 44.99 <u>(6)</u>	12/21/2017		M	328 <u>(7)</u>	<u>(8)</u> 03/04/2021	Common Stock	328	\$

Stock Options (right to buy)	\$ 44.28 (9)	12/21/2017	M	599 (7)	(8)	03/04/2021	Common Stock	599	\$
Stock Options (right to buy)	\$ 38.26 (10)	12/21/2017	M	599 (7)	(8)	03/04/2021	Common Stock	599	\$
Stock Options (right to buy)	\$ 39.68 (11)	12/21/2017	M	599 (7)	(8)	03/04/2021	Common Stock	599	\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Weins Bruce C/O SEACOR HOLDINGS INC. 2200 ELLER DRIVE, PO BOX 13038 FORT LAUDERDALE, FL 33316			SVP/Chief Financial Officer	

Signatures

/s/ William C. Long, Attorney-in-Fact
12/26/2017

__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) On June 2, 2017, the issuer completed the spin-off of SEACOR Marine Holdings Inc.(the "SMHI Spin-Off"), in which the issuer distributed all shares of SMHI to the issuer's stockholders. The completion of the SMHI Spin-off resulted in an adjustment to the exercise price of these options from \$46.15 to \$29.78. On December 20, 2017, the issuer paid a dividend to its stockholders consisting of a portion of the issuer's shares of Dorian LPG Ltd., which resulted in a further adjustment to the exercise price of these options from \$29.78 to \$28.03.
 - (2) On June 2, 2017, in connection with the SMHI Spin-Off, these options were adjusted, resulting in the reporting person's ownership of 52 additional stock options.
 - (3) This option became exercisable in five equal annual installments beginning on March 4, 2011 and ending on March 4, 2015.

On June 2, 2017, the issuer completed the spin-off of SEACOR Marine Holdings Inc.(the "SMHI Spin-Off"), in which the issuer distributed all shares of SMHI to the issuer's stockholders. The completion of the SMHI Spin-off resulted in an adjustment to the exercise price of these options from \$37.13 to \$23.96. On December 20, 2017, the issuer paid a dividend to its stockholders consisting of a portion of the issuer's shares of Dorian LPG Ltd., which resulted in a further adjustment to the exercise price of these options from \$23.96 to \$22.21.
 - (5) On June 2, 2017, the issuer completed the spin-off of SEACOR Marine Holdings Inc.(the "SMHI Spin-Off"), in which the issuer distributed all shares of SMHI to the issuer's stockholders. The completion of the SMHI Spin-off resulted in an adjustment to the exercise price of these options from \$47.31 to \$30.53. On December 20, 2017, the issuer paid a dividend to its stockholders consisting of a portion of the issuer's shares of Dorian LPG Ltd., which resulted in a further adjustment to the exercise price of these options from \$30.53 to \$28.78.

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- On June 2, 2017, the issuer completed the spin-off of SEACOR Marine Holdings Inc.(the "SMHI Spin-Off"), in which the issuer distributed all shares of SMHI to the issuer's stockholders. The completion of the SMHI Spin-off resulted in an adjustment to the exercise price of these options from \$72.45 to \$46.74. On December 20, 2017, the issuer paid a dividend to its stockholders consisting of a portion of the issuer's shares of Dorian LPG Ltd., which resulted in a further adjustment to the exercise price of these options from \$46.74 to \$44.99.
- (6)
- On June 2, 2017, in connection with the SMHI Spin-Off, these options were adjusted, resulting in the reporting person's ownership of 212 additional stock options.
- (7)
- This option became exercisable in five equal annual installments beginning on March 4, 2012 and ending on March 4, 2016.
- (8)
- On June 2, 2017, the issuer completed the spin-off of SEACOR Marine Holdings Inc.(the "SMHI Spin-Off"), in which the issuer distributed all shares of SMHI to the issuer's stockholders. The completion of the SMHI Spin-off resulted in an adjustment to the exercise price of these options from \$71.35 to \$46.03. On December 20, 2017, the issuer paid a dividend to its stockholders consisting of a portion of the issuer's shares of Dorian LPG Ltd., which resulted in a further adjustment to the exercise price of these options from \$46.03 to \$44.28.
- (9)
- On June 2, 2017, the issuer completed the spin-off of SEACOR Marine Holdings Inc.(the "SMHI Spin-Off"), in which the issuer distributed all shares of SMHI to the issuer's stockholders. The completion of the SMHI Spin-off resulted in an adjustment to the exercise price of these options from \$62.01 to \$40.01. On December 20, 2017, the issuer paid a dividend to its stockholders consisting of a portion of the issuer's shares of Dorian LPG Ltd., which resulted in a further adjustment to the exercise price of these options from \$40.01 to \$38.26.
- (10)
- On June 2, 2017, the issuer completed the spin-off of SEACOR Marine Holdings Inc.(the "SMHI Spin-Off"), in which the issuer distributed all shares of SMHI to the issuer's stockholders. The completion of the SMHI Spin-off resulted in an adjustment to the exercise price of these options from \$64.22 to \$41.43. On December 20, 2017, the issuer paid a dividend to its stockholders consisting of a portion of the issuer's shares of Dorian LPG Ltd., which resulted in a further adjustment to the exercise price of these options from \$41.43 to \$39.68.
- (11)

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.