

LORENTZEN OIVIND

Form 4

April 01, 2019

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

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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
LORENTZEN OIVIND

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)
03/29/2019

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☒ Other (specify
below) Vice Chairman

C/O SEACOR HOLDINGS
INC., 2200 ELLER DRIVE

(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

FT. 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/29/2019		M	5,992	A \$ 24.15	41,933	D
Common Stock	03/29/2019		S	5,992	D \$ 42.5117 (1)	35,941	D
Common Stock						2,500	I CWHL Trust (2)
Common Stock						2,500	I OHL Trust (2)
						2,500	I

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Common Stock				LBHL Trust ⁽²⁾
Common Stock	2,500	I		THL Trust ⁽²⁾
Common Stock	2,500	I		LHL Trust ⁽²⁾

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. Derivative Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (right to buy)	\$ 24.15 (3)	03/29/2019		M	5,992 (4)	(5)	05/13/2019	Common Stock	5,992	\$

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
LORENTZEN OIVIND C/O SEACOR HOLDINGS INC. 2200 ELLER DRIVE FT. LAUDERDALE, FL 33316	X Vice Chairman

Signatures

/s/ William C. Long,
Attorney-in-Fact 04/01/2019

 **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) The price reported in Column 4 is a weighted average price. The Common Shares were sold in separate transactions on the same day at prices ranging from \$42.50 to \$42.71 per share. The Reporting Person undertakes to provide to Issuer, any security holder of Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares sold at each separate price within the range set forth in this footnote.

(2) The shares of Common Stock reported herein as indirectly beneficially owned by the Reporting Person are held in a trust for the benefit of Reporting Person's child. The Reporting Person is not a trustee of the trust.

(3) 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 \$40.14 to \$25.90. 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 \$25.90 to \$24.15.

(4) On June 2, 2017, in connection with the SMHI Spin-Off, these options were adjusted, resulting in the reporting person's ownership of 2,126 additional stock options.

(5) These options became exercisable on May 13, 2010.

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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