SEACOR HOLDINGS INC /NEW/

Form 4 May 19, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

Stock

(Print or Type Responses)

GELLERT MICHAEL E Issuer Symbol SEACOR HOLDINGS INC /NEW/ (Check all applicable) [CKH] 3. Date of Earliest Transaction (Last) (First) (Middle) X_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) C/O SEACOR HOLDINGS 05/17/2006 INC., 2200 ELLER DRIVE (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

2. Issuer Name and Ticker or Trading

FT. LAUDERDALE, FL 33316

1. Name and Address of Reporting Person *

Form filed by More than One Reporting

X Form filed by One Reporting Person

5. Relationship of Reporting Person(s) to

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Ownership (Month/Day/Year) (Instr. 8) Owned Indirect (I) Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount Price (D) Common $A^{(1)}$ 05/17/2006 500 A <u>(2)</u> 62,906 D

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

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

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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. Transactic Code (Instr. 8)	5. Number to for 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)] ; (
				Code V	(A) (I	D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (right to buy)	\$ 80.59	05/17/2006		A(1)	3,000		(3)	05/17/2016	Common Stock	3,000	

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Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

GELLERT MICHAEL E
C/O SEACOR HOLDINGS INC.
2200 ELLER DRIVE
FT. LAUDERDALE, FL 33316

Signatures

Dick Fagerstal, by power of attorney 05/19/2006

**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 stock and option awards being reported on this Form 4 were granted pursuant to SEACOR Holdings Inc.'s 2003 Non-Employee Director Share Incentive Plan.
- (2) Not applicable
- The options are exercisable on the earlier to occur of (1) May 17, 2007, and (2) the first annual meeting of stockholders after the date of the grant of the options, provided that the Reporting Person continues to serve as a director of the company on such date and provided that the options become immediately exercisable upon (a) a change in control of the company or (b) the disability or death of the Reporting Person.

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.

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