#### 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** Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

| HADJIPATERAS JOHN C   |  |   | Symbol SEACOR HOLDINGS INC /NEW/ [CKH] |   |     |       | Č   | Issuer  (Check all applicable)   |  |                 |  |
|---|--|---|--|---|-----|-------|---|--|--|-----------------|--|
| (Last)  | (First) (  | 3. Date of Earliest Transaction (Month/Day/Year) 05/17/2006 |  |   |     |       | _X_ Director 10% Owner<br>Officer (give title Other (specify below) |  |  |                 |  |
|   | ELLER DRIVE  |   | 03/17/20                               | ,00   |     |       |   |  |  |                 |  |
| FT. LAUDE   | (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Company) Applicable Line)X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person |   |  |   |     | erson |   |  |  |                 |  |
| (City)  | (State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned   |   |  |   |     |       |   |  |  |                 |  |
| 1.Title of<br>Security<br>(Instr. 3)  | any  |   | emed<br>on Date, if<br>/Day/Year)      | 3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)  (A) or Code V Amount (D) Price |     |       | ))<br>5)  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | urities Form: Direct Industrial I |                 |  |
| Common<br>Stock   | 05/17/2006   |   |  | A <u>(1)</u>  | 500 | A     | <u>(2)</u>  | 2,000  | D  |                 |  |
| Common<br>Stock   |  |   |  |   |     |       |   | 2,000  | I  | By Trust (3)    |  |
| Common<br>Stock   |  |   |  |   |     |       |   | 600  | I  | By Daughter (4) |  |
| Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. |  |   |  |   |     |       |   |  |  |                 |  |

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(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(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<br>Underlying Securities<br>(Instr. 3 and 4) |  |
|---|---|---|---|--|---|--|--------------------|---|--|
|   |   |   |   | Code V                                 | (A) (D)   | Date<br>Exercisable                                      | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |
| Stock Options (right to buy)                        | \$ 80.59  | 05/17/2006                              |   | A <u>(1)</u>                           | 3,000   | <u>(5)</u>   | 05/17/2016         | Common<br>Stock   | 3,000                                  |

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HADJIPATERAS JOHN C C/O SEACOR HOLDINGS INC. 2200 ELLER DRIVE

X

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 shares of Common Stock reported herein as indirectly beneficially owned by the Reporting Person are held by a trust, of which the
- (3) Reporting Person is Trustee and of which the Reporting Person's children are beneficiaries. With respect to such shares, in which the Reporting Person has no pecuniary interest, the Reporting Person disclaims beneficial ownership, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner thereof for purposes of Section 16 or for any other purpose.

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- (4) Held by daughter. The Reporting Person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- 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.