#### **FABRIKANT CHARLES**

Form 4

November 08, 2018

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

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**OMB APPROVAL** 

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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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* **FABRIKANT CHARLES** 

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

Symbol

SEACOR HOLDINGS INC /NEW/

(Check all applicable)

[CKH]

(Last) (First) (Middle)

3. Date of Earliest Transaction

\_X\_ Director X\_ Officer (give title

10% Owner Other (specify

(Month/Day/Year) 11/06/2018

below) **Executive Chairman and CEO** 

C/O SEACOR HOLDINGS INC., 2200 ELLER DRIVE

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

FT. LAUDERDALE, FL 33316

(Street)

(City)	(State)	(Zip) Ta	ble I - Non	-Derivativ	e Seci	ırities Acqu	ired, Disposed of	f, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed 3. 4. Securities Acquired Execution Date, if Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)		(D)	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	11/06/2019		Code V	Amount	(D)	Price	· ·	D	
Stock	11/06/2018		M	14,983	A	\$ 16.6	492,937	D	
Common Stock	11/06/2018		M	14,983	A	\$ 27.26	507,920	D	
Common Stock	11/06/2018		M	3,534	A	\$ 26.07	511,454	D	
Common Stock	11/06/2018		S	25,000	D	\$ 50.2858 (1)	486,454	D	
	11/07/2018		M	11,449	A	\$ 26.07	497,903	D	

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Common Stock								
Common Stock	11/07/2018	M	14,983	A	\$ 25.62	512,886	D	
Common Stock	11/07/2018	S	25,921	D	\$ 50.0883 (2)	486,965	D	
Common Stock	11/07/2018	S	311	D	\$ 51	486,654	D	
Common Stock	11/07/2018	S	200	D	\$ 51.19	486,454	D	
Common Stock						800	I	Eric Fabrikant 2009 Family Trust (3)
Common Stock						800	I	Harlan Saroken 2009 Family Trust (3)
Common Stock						12,000	I	Sara Fabrikant 2012 GST Exempt Trust (4)
Common Stock						14,826	I	By Spouse (5)
Common Stock						18,995	I	Article Sixth Trust U/W/O Elaine Fabrikant FBO EF
Common Stock						42,121	I	Charles Fabrikant 2009 Family Trust
Common Stock						60,000	I	Charles Fabrikant 2012 GST Exempt Trust (3)
Common Stock						85,000	I	VSS Holding Corp. (6)
Common Stock						348,529	I	Fabrikant International

Corporation (7)

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

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SEC 1474 (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. Transactic Code (Instr. 8)	TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		} (
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (right to buy)	\$ 16.6 (8)	11/06/2018		M		14,983 (9)	<u>(10)</u>	03/04/2019	Common Stock	14,983	
Stock Options (right to buy)	\$ 27.26 (11)	11/06/2018		M		14,983 (9)	(10)	03/04/2019	Common Stock	14,983	
Stock Options (right to buy)	\$ 26.07 (12)	11/06/2018		M		3,534 ( <u>9)</u>	(10)	03/04/2019	Common Stock	3,534	
Stock Options (right to buy)	\$ 26.07 (12)	11/07/2018		M		11,449 (9)	(10)	03/04/2019	Common Stock	11,449	
Stock Options (right to buy)	\$ 25.62 (13)	11/07/2018		M		14,983 (9)	(10)	03/04/2019	Common Stock	14,983	

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

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	Director	10% Owner	Officer	Other
FABRIKANT CHARLES C/O SEACOR HOLDINGS INC. 2200 ELLER DRIVE FT. LAUDERDALE, FL 33316	X		Executive Chairman and CEO	

## **Signatures**

/s/ Wiiliam C. Long, Attorney-in-Fact

11/08/2018

\*\*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).
- 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 \$49.50 to \$50.475 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.
- 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 \$50.00 to \$50.60 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.
- (3) Reporting Person's spouse is a trustee. Reporting Person disclaims beneficial ownership except to the extent of his pecuniary interest.
- (4) Reporting Person is a trustee. Reporting Person disclaims beneficial ownership except to the extent of his pecuniary interest.
- (5) Reporting Person disclaims beneficial ownership except to the extent of his pecuniary interest.
- (6) Reporting Person is the President and sole stockholder.
- (7) Reporting Person is the President. Reporting Person disclaims beneficial ownership except to the extent of his pecuniary interest.
  - 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
- (8) exercise price of these options from \$28.44 to \$18.35. 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 \$18.35 to \$16.60.
- (9) On June 2, 2017, in connection with the SMHI Spin-Off, these options were adjusted, resulting in the reporting person's ownership of 5,317 additional stock options.
- (10) This option became exercisable in five equal annual installments beginning on March 4, 2010 and ending on March 4, 2014.
  - 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
- (11) exercise price of these options from \$44.96 to \$29.01. 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 \$29.01 to \$27.26.
  - 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
- (12) exercise price of these options from \$43.11 to \$27.82. 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 \$27.82 to \$26.07.
  - 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
- (13) exercise price of these options from \$42.42 to \$27.37. 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 \$27.37 to \$25.62.

Signatures 4

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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.