SEC Form 4
------------

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

FORM 4

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Llorca Jesus			2. Issuer Name <b>and</b> Ticker or Trading Symbol SEACOR Marine Holdings Inc. [SMHI]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			<u></u>		Director	10% Owner			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	<b>–</b> X	Officer (give title below)	Other (specify below)			
	· · /	· · · ·	03/12/2021		EVP & C	CFO			
C/O SEACOR	MARINE HO	OLDINGS INC.							
12121 WICKCHESTER LANE, SUITE 500		NE, SUITE 500							
			4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Line)						
(Street) HOUSTON	TX	77079		X	Form filed by One Re	porting Person			
		//0/9	_		Form filed by More than One Reporting Person				
(City)	(State)	(Zip)							
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									

### 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 6. Ownership Form: Direct 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 3. Transaction 5. Amount of 7. Nature of Execution Date, Indirect Date Securities Beneficial (Month/Dav/Year) if any Beneficially (D) or Indirect Code (Instr. Ownership (Instr. 4) (Month/Day/Year) 8) Owned Following (I) (Instr. 4) Reported Transaction(s) (A) or (D) v Price Code Amount (Instr. 3 and 4) 03/12/2021 Common Stock F 12,382 D \$5.72 72,076 D Common Stock 03/12/2021 165,606(1) A 237,682 D A \$0.00

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. Transa Code ( 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Restricted Stock Units	(2)	03/12/2021		A		34,210		(3)	(3)	Common Stock	34,210	\$0.00	34,210	D	

## Explanation of Responses:

1. The restricted stock award reported on this Form 4 will lapse in three equal annual installments beginning on March 4, 2022 and ending on March 4, 2024.

2. Each Performance Restricted Stock Unit (each, a "PRSU") represents a contingent right to receive, at vesting, one share of Common Stock subject to the achievement of certain performance goals and service-based vesting requirements.

3. These PRSUs consist of five equal tranches, each of which will be earned if and when the closing price of one share of Common Stock equals or exceeds the specified stock price performance goal for such tranche for 60 consecutive trading days during the three year performance period beginning on the grant date, provided that any earned PRSUs will not be settled until the third anniversary of the grant date, subject to satisfaction of the service-based vesting requirements set forth in the award agreement. The specified stock price performance goals for each tranche are \$3.98, \$4.53, \$5.11, \$5.69 and \$6.24, respectively.

## **Remarks:**

<u>/s/ Andrew H. Everett II,</u> <u>Attorney-in-Fact</u>

03/15/2021

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.