

GELLERT MICHAEL E

Form 4

June 29, 2005

# 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

OMB Number: 3235-0287

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GELLERT MICHAEL E

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)
C/O SEACOR HOLDINGS		
INC., 460 PARK AVENUE		

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/27/2005

\_\_\_\_\_X\_\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 \_\_\_\_\_ Officer (give title \_\_\_\_\_ Other (specify  
 below) below)

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)  
 X  Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

NEW YORK, NY 10022

(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)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/27/2005		<u>A<sup>(1)</sup></u>		500	A	<u>(5)</u>	62,406	D	
Common Stock								28,952	I	By wife <u>(2)</u>
Common Stock								120,000	I	<u>(3)</u>

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form**

SEC 1474  
(9-02)

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)

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 (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. 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)	\$ 61.9	06/27/2005		A <sup>(1)</sup>	3,000	<sup>(4)</sup> 06/27/2015	Common Stock	3,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GELLERT MICHAEL E C/O SEACOR HOLDINGS INC. 460 PARK AVENUE NEW YORK, NY 10022	X			

## Signatures

/s/ Dick Fagerstal,  
Attorney-in-Fact

06/29/2005

\_\_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) 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 any other purpose.
- (3) The Reporting Person may be deemed to be the indirect beneficial owner of, and to have an indirect pecuniary interest in 120,000 shares of Common Stock (as adjusted for stock splits) by virtue of his approximate 23% general partner interest in Windcrest Partners, the direct owner of such 120,000 shares. The Reporting Person hereby disclaims beneficial ownership except to the extent of his pecuniary interest in the shares owned by Windcrest Partners.

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- The options are exercisable on the earlier to occur of (1) June 27, 2006, 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.
- (4)
- (5) Not applicable.

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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