

ODYSSEY MARINE EXPLORATION INC

Form 4

December 21, 2016

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Barton Laura Lionetti

2. Issuer Name **and** Ticker or Trading
Symbol
ODYSSEY MARINE
EXPLORATION INC [OMEX]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
5215 WEST LAUREL STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/20/2016

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
EVP, Secretary, Corp Comm

TAMPA, FL 33607

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

(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 Ownership (Instr. 4)
Common Stock	12/20/2016		A	14,658 A	\$ 0 29,022 ⁽¹⁾	D	
Common Stock	12/20/2016		F	3,988 D	\$ 3.47 25,034 ⁽¹⁾	D	
Common Stock					3,750 ⁽¹⁾	I	By Husband

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
displays a currently valid OMB control**

SEC 1474
(9-02)

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 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) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Unit (RSU)	<u>(2)</u>	12/20/2016		M	1,090	<u>(3)</u> 12/20/2016	Common Stock 1,090
Restricted Stock Unit (RSU)	<u>(2)</u>	12/20/2016		M	1,088	<u>(4)</u> 12/20/2017	Common Stock 1,088
Restricted Stock Unit (RSU)	<u>(2)</u>	12/20/2016		M	12,480	<u>(5)</u> 12/20/2018	Common Stock 12,480

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Barton Laura Lionetti 5215 WEST LAUREL STREET TAMPA, FL 33607	EVP, Secretary, Corp Comm

Signatures

/s/ Laura L. Barton 12/21/2016

 **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 number of shares shown gives effect to reverse stock splits that became effective on February 19, 2016.
- (2) Each Restricted Stock Unit represents a contingent right to receive one share of OMEX common stock.
- (3) Restricted Stock Units vest in three equal annual installments on December 20, 2014, 2015, 2016.
- (4) Restricted Stock Units vest in three equal annual installments on December 20, 2015, 2016, 2017.

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(5) Restricted Stock Units vest in three equal annual installments on December 20, 2016, 2017, 2018.

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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