SAExploration Holdings, Inc. Form 3 July 05, 2013

## FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement SAExploration Holdings, Inc. [SAEX] A Monahan Gregory R (Month/Day/Year) 06/24/2013 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 777 THIRD AVENUE, Â 37TH (Check all applicable) **FLOOR** (Street) 6. Individual or Joint/Group 10% Owner \_X\_\_ Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting Person NEW YORK, NYÂ 10017 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock D 77,826 By Gregory R. Monahan IRA Ι Common Stock 100 Account By Gregory R. Monahan Common Stock 100 Ι SEP-IRA Account Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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#### Edgar Filing: SAExploration Holdings, Inc. - Form 3

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercis<br>Expiration Dat<br>(Month/Day/Year)  Date Exercisable |     | 3. Title and A Securities Und Derivative Sec (Instr. 4) | derlying   | 4.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|--|---|-----|---|------------|---|--|---|
| Warrants                                   | 06/24/2013  | (1) | Common<br>Stock   | 22,807 (2) | \$ 12   | (Instr. 5)   | Â   |

## **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |         |       |  |  |
|--|---------------|-----------|---------|-------|--|--|
|  | Director      | 10% Owner | Officer | Other |  |  |
| Monahan Gregory R<br>777 THIRD AVENUE,<br>37TH FLOOR<br>NEW YORK, NY 10017 | ÂX            | Â         | Â       | Â     |  |  |

## **Signatures**

/s/ Gregory R.

Monahan

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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) Expires on the earlier to occur of (i) three years from June 24, 2013, (ii) the liquidation of the Issuer, and (iii) the date upon which the Issuer redeems all of the outstanding warrants.
- (2) Shares of Common Stock are issuable upon the exercise of certain warrants held by Gregory Monahan that became exercisable upon the consummation of a merger transaction involving the Issuer, formerly known as Trio Merger Corp.

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.

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