

SAExploration Holdings, Inc.
Form 3
July 08, 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 Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â CLCH, LLC		(Month/Day/Year)	SAExploration Holdings, Inc. [SAEX]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		06/24/2013		
4721 GOLDEN SPRING CIRCLE			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
ANCHORAGE, Â AK Â 99507			(give title below)	(specify below)
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	3,269,954 ⁽¹⁾	D	Â
Common Stock	2,020,300 ⁽²⁾	I	By voting control/proxy ⁽²⁾
Common Stock	1,196,846 ⁽³⁾ ⁽⁴⁾	I	Through group membership ⁽³⁾ ⁽⁴⁾
Common Stock	284,964 ⁽³⁾ ⁽⁵⁾	I	Through group membership ⁽³⁾ ⁽⁵⁾

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

SEC 1473 (7-02)

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

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CLCH, LLC 4721 GOLDEN SPRING CIRCLE ANCHORAGE, AK 99507	Â	Â X	Â	Â

Signatures

CLCH, LLC, By: /s/ Jeff Hastings,
Manager

07/03/2013

__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) Represents 3,269,954 shares of Common Stock held directly by CLCH, LLC an Alaska limited liability company controlled by Jeff Hastings ("CLCH"), which shares were received in exchange for 573,750 shares of common stock of the entity formerly known as SAExploration Holdings, Inc. ("Former SAE") upon the consummation of a merger transaction involving the Issuer, formerly known as Trio Merger Corp., pursuant to which Former SAE merged with and into a wholly-owned subsidiary of the Issuer (the "Merger").
- (2) Includes (i) 390,859 shares of Common Stock that may be issued to the holders of certain derivative securities of Former SAE upon their conversion or exercise, over which CLCH has voting control as nominee of the Issuer pursuant to the Merger, and (ii) 1,629,441 shares of Common Stock over which CLCH was granted voting control pursuant to voting proxy agreements entered into with certain stockholders of the Issuer in connection with the Merger.
- (3) CLCH is a member of a "group" with Jeff Hastings, Brian A. Beatty, Sheri L. Beatty, Seismic Management Holdings Inc., Seismic Management, LLP and Brent Whiteley for purposes of Section 13(d) of the Exchange Act.
- (4) Seismic Management Holdings Inc., directly, and Seismic Management, LLP, Brian A. Beatty and Sheri L. Beatty, indirectly, own these shares (the "Seismic Shares"). CLCH has a beneficial ownership interest in the Seismic Shares through its group membership.
- (5) Brent Whiteley directly owns these shares (the "Whiteley Shares"). CLCH has a beneficial ownership interest in the Whiteley Shares through its group membership.

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.