

SAExploration Holdings, Inc.
Form 3
July 12, 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Beatty Sheri L</p> <p>(Last) (First) (Middle)</p> <p>59 WESTPOINT COURT SW</p> <p>(Street)</p> <p>CALGARY,Â A0Â T3H 4M7</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/24/2013</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>SAExploration Holdings, Inc. [SAEX]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (specify below)</p> <p>Member of 10% owner group</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person</p> <p><input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p>
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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	1,196,846 ⁽¹⁾ ⁽²⁾	I	Through dispositive and voting control of Seismic Management Holdings, Inc. ⁽¹⁾ ⁽²⁾
Common Stock	5,290,254 ⁽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
Beatty Sheri L 59 WESTPOINT COURT SW CALGARY, A0 T3H 4M7	Â	Â	Â	Member of 10% owner group
Seismic Management, LLP 59 WESTPOINT COURT SW CALGARY, A0 T3H 4M7	Â	Â	Â	Member of 10% owner group
Seismic Management Holdings, Inc. 59 WESTPOINT COURT SW CALGARY, A0 T3H 4M7	Â	Â	Â	Member of 10% owner group

Signatures

/s/ Sheri L. Beatty	07/10/2013
**Signature of Reporting Person	Date
/s/ Brian A. Beatty, Seismic Management, LLP	07/10/2013
**Signature of Reporting Person	Date
/s/ Brian A. Beatty, Seismic Management Holdings, Inc.	07/10/2013
**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 1,196,846 shares of Common Stock held directly by Seismic Management Holdings, Inc. ("Seismic Holdings") received in exchange for 210,000 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.
- (2) Seismic Holdings is a corporation formed under the laws of the Province of Alberta, Canada, and is wholly owned by Seismic Management, LLP ("Seismic LLP"), which is an Alaska limited liability partnership controlled by Sheri L. Beatty ("Mrs. Beatty") and her husband, Brian A. Beatty ("Mr. Beatty").
- (3) Mrs. Beatty, Mr. Betty, Seismic Holdings and Seismic LLP are each a member of a "group" with Jeff Hastings ("Mr. Hastings"), CLCH, LLC ("CLCH") and Brent Whiteley ("Mr. Whiteley") for purposes of Section 13(d) of the Exchange Act.
- (4) CLCH, both directly and indirectly, and Mr. Hastings, indirectly, own these shares (the "CLCH Shares"). Mrs. Beatty, Mr. Betty, Seismic Holdings and Seismic LLP have a beneficial ownership interest in the CLCH Shares through their group membership.

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- (5) Mr. Whiteley directly owns these shares (the "Whiteley Shares"). Mrs. Beatty, Mr. Betty, Seismic Holdings and Seismic LLP have a beneficial ownership interest in the Whiteley Shares through their 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.