Edgar Filing: SAExploration Holdings, Inc. - Form 4

SAExplorat Form 4	ion Holdings, Inc									
June 25, 20	13									
FORM	/ / /		GEGIN			antistar			PPROVAL	
Check t	UNITED	STATES		RITIES A shington			COMMISSIO	N OMB Number:	3235-0287	
if no loi	laer				DENIER			Expires:	January 31, 2005	
subject Section Form 4	subject to Section 16. Form 4 or							Estimated burden hou response	average Jrs per	
Form 5 obligations may continue. See Instruction 1(b). 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)									
DOCENTEL D EDIC				2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
			SAExploration Holdings, Inc. [SAEX]				(Check all applicable)			
(Last)	(First) (A	Middle)		3. Date of Earliest Transaction			X_ DirectorX_ 10% Owner Officer (give title Other (specify			
777 THIRI FLOOR	(Month/Day/Year) 06/21/2013			below)	below)					
(Street)			4. If Amendment, Date Original			ıl	6. Individual or Joint/Group Filing(Check Applicable Line)			
NEW YOF	Filed(Month/Day/Year)			_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivative	Securities A	cquired, Disposed	of. or Beneficia	llv Owned	
1 Title of	2. Transaction Date	24 Deem		3.	4. Securit		5. Amount of		•	
1.Title of Security (Instr. 3)	(Month/Day/Year)	Execution any	Date, if	S. Transactio Code (Instr. 8) Code V	nAcquired Disposed (Instr. 3, 4	(A) or of (D)	S. 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)	
Damindan Da	mont on a compute line	for each a	oss of soo				on in dine other			
Kenninger, Ke	port on a separate line			unities bene.	Perso inform requir	ns who res nation cont red to resp nys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	
	Tab				-	posed of, or convertible	Beneficially Owner	d		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onDerivative	Expiration Date	Underlying Securities

1

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr.	8)	Acqı Disp	urities uired (A) or posed of (D) r. 3, 4, and	(Month/Day,	'Year)	(Instr. 3 and	4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Convertible Promissory Note	\$ 0.5 <u>(1)</u>	06/21/2013		G	V		400,000 (2)	(3)	<u>(4)</u>	Warrants (Right to Buy)	400,000
Convertible Promissory Note	\$ 0.5 <u>(1)</u>							(3)	<u>(4)</u>	Warrants (Right to Buy)	600,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
FB	Director	10% Owner	Officer	Other			
ROSENFELD ERIC 777 THIRD AVENUE, 37TH FLOOR NEW YORK, NY 10017	Х	Х					
Signatures							
Signatures							

/s/ Eric S.	06/25/2013
Rosenfeld	00/25/2015
<u>**</u> Signature of	Date

Reporting Person

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) This promissory note is convertible into warrants of the Issuer at a price of \$0.50 per warrant.
- (2) Represents shares of common stock issuable upon exercise of the warrants that may be issued to the reporting person upon conversion of the promissory note.
- (3) Each warrant that may be received upon conversion of the promissory note would be currently exercisable.
- (4) Each warrant that may be received upon conversion of the promissory note would expire June 24, 2016, or earlier upon redemption.

Remarks:

At the time of the transaction, the issuer's name was Trio Merger Corp. and its common stock traded under the symbol "TRIO

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.