MYERS FRANKLIN Form 4

March 05, 2019

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Check this box subject to

if no longer Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

1(b).

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 *

MYERS FRANKLIN

(First) (Middle) (Last)

2105 CITYWEST **BOULEVARD, SUITE 100**

HOUSTON, TX 77042-2855

(City)

1.Title of

Security

(Instr. 3)

Common

Stock

(Street)

(Zip)

(Month/Day/Year) Execution Date, if

2. Transaction Date 2A. Deemed

(State)

03/01/2019

2. Issuer Name and Ticker or Trading

Symbol ION GEOPHYSICAL CORP [IO]

3. Date of Earliest Transaction

(Month/Day/Year) 03/01/2019

4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

Applicable Line) _X_ Form filed by One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

TransactionAcquired (A) or Code Disposed of (D) (Month/Day/Year)

(Instr. 8) (Instr. 3, 4 and 5)

(A) or

4. Securities

Code V Amount (D) Price 2,500 Α \$0

(1)

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 number.

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

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

Form filed by More than One Reporting

(D) or

Form: Direct

Indirect (I)

(Instr. 4)

D

(Check all applicable)

Issuer

below)

5. Amount of

Securities

Following

Reported

25,000

Transaction(s)

(Instr. 3 and 4)

Owned

Beneficially

X_ Director

Officer (give title

0.5

10% Owner

6. Ownership 7. Nature of

Indirect

Beneficial

Ownership

(Instr. 4)

Other (specify

SEC 1474 (9-02)

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1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Title a		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transactic Code (Instr. 8)	of (Month/Day/Ye Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Amount Underlyi Securitie (Instr. 3	ing es	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	or Title N of	umber		

Reporting Owners

Reporting Owner Name / Address	Relationships						
Fg	Director	10% Owner	Officer	Other			
MYERS FRANKLIN 2105 CITYWEST BOULEVARD SUITE 100 HOUSTON, TX 77042-2855	X						
0 ' '							

Signatures

/s/ Rebecca F. Sacco, attorney-in-fact 03/05/2019 **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).
- Restricted stock grant issued pursuant to the ION Geophysical Corporation Second Amended and Restated 2013 Long Term Incentive Plan. Award will vest upon the one year anniversary of the date shown in Column 2.

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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