

GULFMARK OFFSHORE INC  
 Form 5  
 January 12, 2017

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL STATEMENT OF CHANGES IN 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

1. Name and Address of Reporting Person \*  
 Muller Cindy

(Last) (First) (Middle)

842 W. SAM HOUSTON PARKWAY N., STE 400

(Street)

HOUSTON, TX 77024

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 GULFMARK OFFSHORE INC [GLF]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 06/15/2016

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 SVP - Gen Counsel & Corp Sect.

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
---------------------------------	--------------------------------------	--	--------------------------------	---	--	--	-----------------------------------

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.**

SEC 2270 (9-02)

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

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

Edgar Filing: GULFMARK OFFSHORE INC - Form 5

Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities (Month/Day/Year)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Instr. 3 and 4)				
Phantom Stock	Â	06/15/2016	Â	A	709.46	Â	Â (1)	Common Stock	709.46
Phantom Stock	Â	06/30/2016	Â	A	838.66	Â	Â (1)	Common Stock	838.66
Phantom Stock	Â	07/15/2016	Â	A	767.54	Â	Â (1)	Common Stock	767.54
Phantom Stock	Â	07/29/2016	Â	A	905.17	Â	Â (1)	Common Stock	905.17
Phantom Stock	Â	08/15/2016	Â	A	986.84	Â	Â (1)	Common Stock	986.84
Phantom Stock	Â	08/31/2016	Â	A	1,220.93	Â	Â (1)	Common Stock	1,220.93
Phantom Stock	Â	09/15/2016	Â	A	1,339.29	Â	Â (1)	Common Stock	1,339.29
Phantom Stock	Â	09/30/2016	Â	A	1,562.5	Â	Â (1)	Common Stock	1,562.5
Phantom Stock	Â	10/14/2016	Â	A	1,750	Â	Â (1)	Common Stock	1,750
Phantom Stock	Â	10/31/2016	Â	A	2,282.61	Â	Â (1)	Common Stock	2,282.61
Phantom Stock	Â	11/15/2016	Â	A	1,944.44	Â	Â (1)	Common Stock	1,944.44
Phantom Stock	Â	11/30/2016	Â	A	2,100	Â	Â (1)	Common Stock	2,100
Phantom Stock	Â	12/15/2016	Â	A	1,600.61	Â	Â (1)	Common Stock	1,600.61
Phantom Stock	Â	12/30/2016	Â	A	1,500	Â	Â (1)	Common Stock	1,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Muller Cindy 842 W. SAM HOUSTON PARKWAY N.	Â	Â	Â SVP - Gen Counsel & Corp Sect.	Â

STE 400  
HOUSTON, TX 77024

## Signatures

/s/ Cindy Muller

01/12/2017

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).

Phantom Stock units credited under the Company's Executive Nonqualified Excess Plan (the "Plan"). Participants are always 100% vested in their contributions to the Plan. Employer contributions vest according to the provision of the Plan, which is generally based on years of service (20% per year of credited service). A participant is 100% vested after 5 years of credited service.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.