SCHWAUSCH SCOTT

Form 4

December 18, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

Expires: Estimated average

January 31, 2005

0.5

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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(b).

(Print or Type Responses)

| s of Reporting SCOTT | g Person * | 2. Issuer Name and Ticker or Trading Symbol ION GEOPHYSICAL CORP [IO] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|---------------------------------------|----------------------------|--|--|--|--|--|
| First) | (Middle) | 3. Date of Earliest Transaction | | | | |
| 2105 CITYWEST BOULEVARD, SUITE 100 | | (Month/Day/Year) 12/14/2017 | Director 10% Owner _X Officer (give title Other (specify below) VP & Corp Controller | | | |
| (Street) HOUSTON, TX 77042-2855 | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| | | Filed(Month/Day/Year) | | | | |
| | First) FUITE 100 Street) | First) (Middle) FUITE 100 Street) 77042-2855 | Symbol ION GEOPHYSICAL CORP [IO] First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 12/14/2017 SUITE 100 Street) 4. If Amendment, Date Original Filed(Month/Day/Year) | | | |

| (City) | (State) | Table Table | le I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | |
|---------------------|--------------------------------------|-------------------------------|---|--|-----|-------------|----------------------------|----------------------------|-----------------------|--|--|
| 1.Title of | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if | 3. | 4. Securi | | | 5. Amount of Securities | 6. Ownership Form: Direct | 7. Nature of Indirect | | |
| Security (Instr. 3) | (Month/Day/Tear) | any | Code | Transaction(A) or Dispose Code (Instr. 3, 4 and | | ` ′ | Beneficially | (D) or | Beneficial | | |
| | | (Month/Day/Year) | (Instr. 8) | | | | Owned Following | Indirect (I) (Instr. 4) | Ownership (Instr. 4) | | |
| | | | | | (A) | | Reported Transaction(s) | | | | |
| | | | Code V | Amount | or | Price | (Instr. 3 and 4) | | | | |
| Common Stock | 12/14/2017 | | P | 1,212 | A | \$ 13.05 | 4,337 | D | | | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

Edgar Filing: SCHWAUSCH SCOTT - Form 4

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transactio Code (Instr. 8) | 5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) | | ate | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | of ng s | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr |
|---|---|---|---|--|---|---------------------|--------------------|---|---------------|---|---|
| | | | | Code V | (Instr. 3, 4, and 5) (A) (D) | Date Exercisable | Expiration Date | or Title Nu of | umber | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SCHWAUSCH SCOTT 2105 CITYWEST BOULEVARD SUITE 100 HOUSTON, TX 77042-2855

VP & Corp Controller

Signatures

Rebecca F. Sacco, attorney-in-fact

12/18/2017

**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).

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.

Reporting Owners 2