

**CIVEO CORP**  
Reported by  
**SCHOENING ALLAN**

**FORM 4**  
(Statement of Changes in Beneficial Ownership)

Filed 06/01/17 for the Period Ending 02/19/17

Address	THREE ALLEN CENTER 333 CLAY STREET, SUITE 4980 HOUSTON, TX 77002
Telephone	(713) 510-2400
CIK	0001590584
Symbol	CVEO
SIC Code	7000 - Hotels, Rooming Houses, Camps & Other Lodging Places
Industry	Real Estate Development & Operations
Sector	Financials
Fiscal Year	12/31

# FORM 4

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

OMB APPROVAL  
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[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<b>Schoening Allan</b>		<b>Civeo Corp [ CVEO ]</b>		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>See Remarks</b>	
(Last) (First) (Middle) <b>333 CLAY STREET, SUITE 4980</b> (Street)		3. Date of Earliest Transaction (MM/DD/YYYY)			
<b>HOUSTON, TX 77002</b>		<b>2/19/2017</b>			
(City) (State) (Zip)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. 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)
			Code	V	Amount	(A) or (D)	Price			
Common Shares	2/19/2017		M		5664	A	(1)	5664	D	
Common Shares	2/19/2017		D		5664	D	\$3.19	0	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Shares	(1)	2/19/2017		M		5664		(1)	(1)	Common Shares	5664	\$0	0	D	

**Explanation of Responses:**

(1) Each phantom share is the economic equivalent of one Civeo common share and is payable in cash. The phantom shares vest at various times based on the grant date. 5,664 shares vested on February 19, 2017.

**Remarks:**

Senior Vice President, Human Resources/HS&E

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Schoening Allan</b> <b>333 CLAY STREET, SUITE 4980</b> <b>HOUSTON, TX 77002</b>			<b>See Remarks</b>	

**Signatures**

/s/ Allan Schoening, by Bradley J. Dodson, as Attorney-in-Fact

6/1/2017

\*\*Signature of Reporting Person

Date

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

\* 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.

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