

# ODYSSEY MARINE EXPLORATION INC

Reported by  
**NUDI JAY**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 12/21/16 for the Period Ending 12/20/16

Address	5215 WEST LAUREL STREET TAMPA, FL 33607
Telephone	(813) 876-1776
CIK	0000798528
Symbol	OMEX
SIC Code	4400 - Water transportation
Industry	Business Support Services
Sector	Industrials
Fiscal Year	12/31

# FORM 4

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

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## 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)	
Nudi Jay		ODYSSEY MARINE EXPLORATION INC [ OMEX ]		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> X Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Interim CFO, Treasurer/PAO</b>	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
5215 WEST LAUREL STREET		12/20/2016			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
TAMPA, FL 33607				<input checked="" type="checkbox"/> X Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

**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 Stock	12/20/2016		A		18337	A	\$0	29854 (1)	D	
Common Stock	12/20/2016		F		4996	D	\$3.47	24858 (1)	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				
Restricted Stock Unit (RSU)	(2)	12/20/2016		M		1069		(3)	12/20/2016	Common Stock	1069	\$0	0	D	
Restricted Stock Unit (RSU)	(2)	12/20/2016		M		900		(4)	12/20/2017	Common Stock	900	\$0	900	D	
Restricted Stock Unit (RSU)	(2)	12/20/2016		M		16368		(5)	12/20/2018	Common Stock	16368	\$0	32737	D	

### Explanation of Responses:

- (1) The number of shares shown gives effect to reverse stock splits that became effective on February 19, 2016.
- (2) Each Restricted Stock Unit represents a contingent right to receive one share of OMEX common stock.
- (3) Restricted Stock Units vest in three equal annual installments on December 20, 2014, 2015, 2016.
- (4) Restricted Stock Units vest in three equal annual installments on December 20, 2015, 2016, 2017.
- (5) Restricted Stock Units vest in three equal annual installments on December 20, 2016, 2017, 2018.

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nudi Jay 5215 WEST LAUREL STREET TAMPA, FL 33607			Interim CFO, Treasurer/PAO	

### Signatures

/s/ Jay A. Nudi

12/21/2016

\*\*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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