

ION GEOPHYSICAL CORP

Form 3

August 12, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â MAXEY ROBERT DAVIS

(Last) (First) (Middle)

2105 CITYWEST
BOULEVARD,Â SUITE 400

(Street)

HOUSTON,Â TXÂ 77042-2839

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

08/04/2008

3. Issuer Name **and** Ticker or Trading Symbol
ION GEOPHYSICAL CORP [IO]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
SVP, Tax and Treasurer

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

6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities Beneficially Owned
(Instr. 4)3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

14,000 ⁽¹⁾

D Â

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

SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and Expiration Date
(Month/Day/Year)3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)
Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (right-to-buy)	Â (2)	07/17/2016	Common stock	15,000	\$ 8.68	D	Â
Employee Stock Option (right-to-buy)	Â (3)	12/01/2017	Common stock	20,000	\$ 15.43	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MAXEY ROBERT DAVIS 2105 CITYWEST BOULEVARD SUITE 400 HOUSTON, TX 77042-2839	Â	Â	Â SVP, Tax and Treasurer	Â

Signatures

/s/Debra A. Addington,
attorney-in-fact

08/12/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Consists of 4,000 shares of restricted stock awarded on 12/1/2007 and 10,000 shares of restricted stock awarded on 3/1/2008. The shares vest in three equal annual installments on the anniversary of each grant date.
- (2) The option became exercisable as to 3,750 shares on 7/17/2007 and 3,750 shares on 7/17/2008. The remaining 7,500 shares become exercisable in equal installments on 7/17/2009 and 7/17/2010.
- (3) The option becomes exercisable in four equal annual installments beginning on 12/1/2008.

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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