

Lundstrom Bruce Douglas  
 Form 4  
 May 23, 2013

**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, 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 \*  
 Lundstrom Bruce Douglas

(Last) (First) (Middle)  
 601 POYDRAS ST., SUITE 1900  
 (Street)

NEW ORLEANS, LA 70130

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 TIDEWATER INC [TDW]

3. Date of Earliest Transaction (Month/Day/Year)  
 05/21/2013

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)  
 Executive Vice President/GC

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 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)	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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/21/2013		D		5,675	D	72,056
Common Stock						I	975.89
							By 401(k) Plan <sup>(2)</sup>

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

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SEC 1474 (9-02)

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

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. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Benef Own Follo Repo Trans (Instr																		
					Code	V	(A)	(D)	Amount or Number of Shares																		
<p><b>Reporting Owners</b></p> <table border="0"> <thead> <tr> <th rowspan="2">Reporting Owner Name / Address</th> <th colspan="4">Relationships</th> </tr> <tr> <th>Director</th> <th>10% Owner</th> <th>Officer</th> <th>Other</th> </tr> </thead> <tbody> <tr> <td>Lundstrom Bruce Douglas 601 POYDRAS ST., SUITE 1900 NEW ORLEANS, LA 70130</td> <td></td> <td></td> <td>Executive Vice President/GC</td> <td></td> </tr> </tbody> </table> <p><b>Signatures</b></p> <table border="0"> <tr> <td>Bruce D. Lundstrom</td> <td>05/23/2013</td> </tr> <tr> <td><u>    </u> **Signature of Reporting Person</td> <td>        Date</td> </tr> </table> <p><b>Explanation of Responses:</b></p> <p>* If the form is filed by more than one reporting person, <i>see</i> Instruction 4(b)(v).</p> <p>** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. <i>See</i> 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).</p> <p>(1) On May 21, 2013, the date the Issuer filed its Form 10-K for fiscal year ending March 31, 2013, these shares of unvested restricted stock were forfeited as a result of the Issuer's failure to meet the applicable performance condition.</p> <p>(2) Represents shares acquired on a periodic basis and held for the benefit of the Reporting Person by the Trustee of the Tidewater Inc. 401(k) Savings Plan as of April 30, 2013.</p> <p>Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, <i>see</i> 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.</p>										Reporting Owner Name / Address	Relationships				Director	10% Owner	Officer	Other	Lundstrom Bruce Douglas 601 POYDRAS ST., SUITE 1900 NEW ORLEANS, LA 70130			Executive Vice President/GC		Bruce D. Lundstrom	05/23/2013	<u>    </u> **Signature of Reporting Person	Date
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