

OMNI ENERGY SERVICES CORP

Form 5

February 13, 2008

**FORM 5****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported

**ANNUAL 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

## OMB APPROVAL

OMB  
Number: 3235-0362  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 1.0

1. Name and Address of Reporting Person \*  
ECKERT JAMES C

(Last) (First) (Middle)

PO BOX 3761

(Street)

LAFAYETTE, LA 70502

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
OMNI ENERGY SERVICES CORP  
[OMNI]

3. Statement of Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/2007

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)  
President & CEO

6. Individual or Joint/Group Reporting

(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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end<br>of Issuer's<br>Fiscal Year<br>(Instr. 3 and<br>4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 10/10/2007                              | Â                                                           | X                                    | 75,250 A                                                                | \$<br>1.95                                                                                                      | 587,264 D                                                            | Â                                                                 |

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

**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.**

SEC 2270  
(9-02)

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

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4, and 5) |        | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Underlying<br>(Instr. 3 a) |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------|--------|----------------------------------------------------------------|--------------------|--------------------------------------------|
|                                                     |                                                                       |                                         |                                                             |                                         | (A)                                                                                                    | (D)    | Date<br>Exercisable                                            | Expiration<br>Date | Title                                      |
| Series C<br>Warrants                                | \$ 1.95                                                               | 10/10/2007                              | Â                                                           | X                                       | Â                                                                                                      | 75,250 | 05/17/2005                                                     | 05/17/2010         | Common<br>Stock                            |
| Non-recourse<br>loan (Right to<br>sell)             | Â                                                                     | 02/12/2007                              | Â                                                           | J <sup>(1)(2)</sup>                     | 25,014                                                                                                 | Â      | 02/12/2007                                                     | 02/12/2010         | Common<br>Stock                            |
| Non-recourse<br>loan (Right to<br>sell)             | Â                                                                     | 03/30/2007                              | Â                                                           | J <sup>(1)(2)</sup>                     | 12,000                                                                                                 | Â      | 03/30/2007                                                     | 03/30/2010         | Common<br>Stock                            |
| Non-recourse<br>loan (Right to<br>sell)             | Â                                                                     | 10/02/2007                              | Â                                                           | J <sup>(1)(2)</sup>                     | 75,250                                                                                                 | Â      | 10/02/2007                                                     | 10/02/2010         | Common<br>Stock                            |

## Reporting Owners

| Reporting Owner Name / Address                       | Relationships |           |                   |       |
|------------------------------------------------------|---------------|-----------|-------------------|-------|
|                                                      | Director      | 10% Owner | Officer           | Other |
| ECKERT JAMES C<br>PO BOX 3761<br>LAFAYETTE, LA 70502 | Â X           | Â         | Â President & CEO | Â     |

## Signatures

James C. Eckert 02/13/2008

\_\_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).

On the transaction date, the reporting person entered into a non-recourse structured finance loan (a "Loan") at a 70% loan-to-value ratio with an unaffiliated third party lender (the "Lender") that matures three years from the transaction date. As collateral for the Loan, the reporting person pledged to the Lender on such date the number of shares of common stock indicated (the "Pledged Shares"). The Loan and pledge of the Pledged Shares provide that if the reporting person fails to repay such Loan at the maturity date, or if an event of default on such Loan occurs at an earlier date, the Lender may sell the Pledged Shares to satisfy the unpaid balance of the amount owed; however, the reporting person would not be liable for any deficiency if the Pledged Shares, or the proceeds from the sale thereof, are not sufficient to satisfy in full all amounts owed on such Loan.

(2) At maturity of the Loan, assuming the reporting person has repaid the loan in full with interest, the shares are delivered to the reporting person and the non-recourse loan will be terminated.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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