Bernitsas Nikolaos Form 4 March 08, 2011

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

Number:

3235-0287

Expires:

January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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

1(b).

(Print or Type Responses)

03/04/2011

stock

See Instruction

1. Name and Address of Reporting Person * Bernitsas Nikolaos				2. Issuer Name <b>and</b> Ticker or Trading Symbol						5. Relationship of Reporting Person(s) to Issuer				
				ION GEOPHYSICAL CORP [IO]					IO]	(Check all applicable)				
(La	ast)	(First)	(Middle)	3. Date of			nsaction							
2105 CITYWEST BLVD., SUITE 400				(Month/Day/Year) 03/04/2011						Director 10% Owner X Officer (give title Other (specify below) SVP, GXT Imaging				
(Street)				4. If Amendment, Date Original						6. Individual or Joint/Group Filing(Check				
			Filed(Month/Day/Year)						Applicable Line) _X_ Form filed by One Reporting Person					
HOUSTON, TX 77042										Form filed by More than One Reporting Person				
(C	ity)	(State)	(Zip)	Table	e I - Nor	ı-De	erivative (	Securi	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title	of 2. T	Transaction Da	ate 2A. Deer	med	3.		4. Securit	ties Ac	equired	5. Amount of	6. Ownership	7. Nature of		
Security	*	TX 77042  (State) (Zip)  2. Transaction Date 2A. De	r) Execution	on Date, if	Transaction(A) or Disposed of (D)					Securities		Indirect		
(Instr. 3	3)		•	Day/Vaan)	Code		(Instr. 3,	4 and	5)	Beneficially Owned	(D) or Indirect (I)	Beneficial		
			(IVIOIIIII)	Day/ 1 car)	(Instr. 8	0)				Following	(Instr. 4)	Ownership (Instr. 4)		
								(4)		Reported		, , ,		
								(A)		Transaction(s)				
					Code	V	Amount	(D)	Price	(Instr. 3 and 4)				
Comn	non 03/	/04/2011			S		7 355	D	\$	50.050	D			

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

S

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

D

59,059

13.09

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

7,355

#### Edgar Filing: Bernitsas Nikolaos - Form 4

	2.	3. Transaction Date (Month/Day/Year)		4.	5.	6. Date Exerc Expiration D		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security		Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year) e s		Amou Under Securi (Instr.	, ,	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Bernitsas Nikolaos 2105 CITYWEST BLVD. SUITE 400 HOUSTON, TX 77042

SVP, GXT Imaging

## **Signatures**

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

03/08/2011

\*\*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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* 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.

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