

BERGERON WILLIE

Form 5

February 11, 2003

SEC Form 5

FORM 5 ☐ 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	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP 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(f) 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* Bergeron, Willie (Last) (First) (Middle) 401 Whitney Avenue Suite 400 (Street) Gretna, LA 70056 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Torch Offshore, Inc. TORC 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for Month/Year 12/2002 5. If Amendment, Date of Original (Month/Year)	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☐ Director ☐ 10% Owner ☒ Officer (give title below) ☐ Other (specify below) Description Vice President - Operations 7. 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Restricted Common Stock	05/16/2002		A	4,290 (1) / A / None	1,430	D	N/A

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	3. Transaction Date (Month/Day/	3A. Deemed Execution Date, if any	4. Transaction Code (Instr.8)	5. Number of Derivative Securities Acquired (A)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned at End of Year	10. Ownership Form of Derivative

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	Security	Year)	(Month/ Day/ Year)		or Disposed Of (D) (Instr. 3, 4 and 5)	DE / ED	Title / Amount or Number of Shares		Reported Transaction(s) (Instr.4)	Securities: Direct (D) or Indirect (I) (Instr.4)
					A or D					
Stock Options (right to buy)	\$8.77	05/16/2002		A	22,000 A	(2) / 05/16/2012	Common Stock / 22,000	None	22,000	D

Explanation of Responses:

(1) The restricted shares vest in three equal installments on May 16, 2002, January 31, 2003 and January 31, 2004. As of December 31, 2002, 1,430 shares were beneficially owned at a price of \$7.00 per share.
(2) The above options vest in five equal installments beginngng on May 16, 2003.

By:

Date:

/s/ Willie Bergeron

02/10/2003

Vice President - Operations

** Signature of Reporting Person

SEC 2270 (09-02)

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.

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.