| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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0.5

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to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | | of Section So(n) of the investment Company Act of 1940 | | | | | | |
|----------------------------------|--|--------|--|--|---|-----------------------|--|--|--|
| 1. Name and Addro Dodson Brad | ess of Reporting Persor <u>lley J</u> | * 1 | 2. Issuer Name and Ticker or Trading Symbol <u>Civeo Corp</u> [CVEO] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | |
| (Last) 333 CLAY STR | (First) (Middle) REET, SUITE 4980 | | 3. Date of Earliest Transaction (Month/Day/Year) 02/23/2024 | X | Officer (give title below) President & C | Other (specify below) | | | |
| (Street) HOUSTON | TX | 77002 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | idual or Joint/Group Filing (Form filed by One Repor Form filed by More than (Person | ting Person | | | |
| (City) | (State) | (Zip) | Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a satisfy the affirmative defense conditions of Rule 10b5-1(c). See Ins | saction was made pursuant to a contract, instruction or written plan that is intender | | | | | |

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. Transa Code (8) | | Disposed Of (D) (Instr. 3, 4 and | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--|---|------------------------------|---|----------------------------------|---------------|--------|---|---|---|--|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1150.4) | |
| Common Shares | 02/23/2024 | | М | | 13,486 | A | (1) | 240,816 | D | | |
| Common Shares | 02/23/2024 | | D | | 13,486 | D | \$22.4 | 227,330 | D | | |
| Common Shares | 02/25/2024 | | М | | 19,060 | Α | (2) | 246,390 | D | | |
| Common Shares | 02/25/2024 | | D | | 19,060 | D | \$22.4 | 227,330 | D | | |

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

| | | | (3-; | P , | | ., | | .,, | | | | | | | |
|---|---|--|---|------------------------------|---|--|--|--|--------------------|------------------|--|---|--|--|--|
| 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. Transa Code (8) | | of Deri Sec Acq (A) Disp of (I | umber ivative urities juired or posed D) (Instr. and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | e of Securities | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Phantom Shares | (1) | 02/23/2024 | | М | | | 13,486 | (1) | (1) | Common Shares | 13,486 | \$0 | 65,093 | D | |
| Phantom Shares | (2) | 02/25/2024 | | М | | | 19,060 | (2) | (2) | Common Shares | 19,060 | \$ <mark>0</mark> | 46,033 | D | |

Explanation of Responses:

1. Each phantom share is the economic equivalent of one Civeo Corporation common share and is payable in cash. The phantom shares vest at various times based on grant date. 13,486 shares vested on February 23, 2024.

2. Each phantom share is the economic equivalent of one Civeo Corporation common share and is payable in cash. The phantom shares vest at various times based on grant date. 19,060 shares vested on February 25, 2024.

Remarks:

<u>/s/ Bradley J. Dodson,</u> <u>Attorney-in-Fact</u>

02/27/2024

** Signature of Reporting Person Date

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.

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 Number.