

FORM 4

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

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person -* Byus Trey (Last) (First) (Middle) 96 MORTON STREET (Street) NEW YORK, NY 10014 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol LINDBLAD EXPEDITIONS HOLDINGS, INC. [LIND]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Expedition Officer
	3. Date of Earliest Transaction (MM/DD/YYYY) 4/3/2020	
	4. If Amendment, Date Original Filed (MM/DD/YYYY) 4/7/2020	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	4/3/2020 (5)		M		5115	A	\$0	118827	D	
Common Stock	4/3/2020 (5)		F		1517	D	\$3.70	117310	D	
Common Stock	4/3/2020 (5)		A		8592	A	\$0	125902	D	
Common Stock	4/3/2020 (5)		F		2290	D	\$3.70	123612	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: 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				
Restricted Stock Units	(1)							(2)	(2)	Common Stock	4463		4463	D	
Restricted Stock Units	(1)	4/3/2020 (5)		M		5115		(3)	(3)	Common Stock	5115	\$0	0	D	
Restricted Stock Units	(1)							(4)	(4)	Common Stock	6191		6191	D	

Explanation of Responses:

- (1) Upon vesting, each restricted stock unit represents the right to receive one share of common stock or an equivalent amount of cash.
- (2) The restricted stock units vest in three equal annual installments beginning March 30, 2019, subject to the Reporting Person's continued employment or service with the Company.
- (3) The restricted stock units vest in three equal annual installments beginning April 3, 2018, subject to the Reporting Person's continuing employment or service with the Company.
- (4) The restricted stock units vest in three annual installments beginning March 29, 2020, subject to the Reporting Person's continued employment or service with the Company or its subsidiaries on the applicable vesting date.
- (5) Amendment is filed solely to correct the dates of the transactions listed herein.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Byus Trey 96 MORTON STREET NEW YORK, NY 10014			Chief Expedition Officer	

Signatures

/s/ John J. Wolfel, Attorney-in-Fact for Trey Byus

—Signature of Reporting Person

7/8/2020

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.

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