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

### FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 1, 2023

## **ORION GROUP HOLDINGS, INC.**

(Exact name of Registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation) 1-33891 (Commission File Number) 26-0097459 (IRS Employer Identification Number)

12000 Aerospace Suite 300 Houston, Texas 77034

(Address of principal executive offices)

(713) 852-6500

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

□ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

□ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)

		Name of Each Exchange
Title of Each Class	Trading Symbol(s)	on Which Registered
Common stock, \$0.01 par value per share	ORN	The New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company  $\Box$ 

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.  $\Box$ 

# Item 5.02 Departure of Directors of Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Effective March 1, 2023, Austin J. Shanfelter, resigned his role as Executive Chair of Orion Group Holdings, Inc. (the "Company"). Mr. Shanfelter was re-elected by the Company's Board of Directors (the "Board") as Chairman of the Board. Mr. Shanfelter will resume functioning as an independent member of the Board.

Effective March 1, 2023, Richard L. Daerr, Jr., resigned his role as Lead Independent Director of the Board. Mr. Daerr will remain an independent member of the Board.

### Exhibit Index

Exhibit No.Description104.1Cover Page Interactive Data File (embedded within the Inline XBRL document).

#### SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: March 2, 2023

Orion Group Holdings, Inc.

By:/s/ Travis J. Boone President and Chief Executive Officer