FORM 4

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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Check this box if no longer subject	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
to Section 16. Form 4 or Form 5	
obligations may continue. See	

OMB APPROVAL								
OMB Number: 3235-0287								
Estimated average burden								
hours per response:	0.5							

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*			2. Issuer Name and Ticker or Trading Symbol Orion Group Holdings Inc [ORN]									Relationship of Reporting Person(s) to Issuer (Check all applicable)						
SHANFELIER AUSTIN J													2	X Direc	tor		10% O	wner
EROSPAC	,	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 09/08/2021												Other (specify below)		
800				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
				1									2	Y Form	filed by On	e Repo	orting Pers	on
ON TX	7	7034														re than	One Rep	orting
(St	ate) (Z	Zip)																
	Table	I - Nor	n-Deriva	tive S	Secu	rities	Acq	uired,	Dis	posed of	, or E	Bene	ficial	lly Own	ed			
Date			Execution I y/Year) if any		ecution Date, Transaction Code (Instr.		Disposed Of (D) (Instr. 3,			, 4 and Securi Benefi Owned		ies cially Following	Form: (D) or	: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
								Code	v	Amount	(A) or (D)		Price	Transa	nsaction(s)			(111501.4)
Common Stock 09/08/2			2021			A		18,215 A		\	(1)	163,865		D				
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
e of titve to Conversion or Exercise (Month/Day/Year) 3) Price of Derivative Security Security 3. Transaction Date (Month/Day/Year) 3. Transaction Date Execution Date, if any (Month/Day/Year)		Code (8)	ransaction of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Date Expiration		Amou or Numb		str.	Derivative Security			Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
	(Fit EROSPACE 300) ON TX (St. Security (Inst. Security (Inst	(First) (NEROSPACE AVENUE 800 ON TX 7 (State) (ZTable Security (Instr. 3)	(First) (Middle) EROSPACE AVENUE 300 ON TX 77034 (State) (Zip) Table I - Not Security (Instr. 3) Stock Table II - 2. Conversion or Exercise Price of Derivative (Month/Day/Year) [Month/Day/Year]	(First) (Middle) EROSPACE AVENUE 300 ON TX 77034 (State) (Zip) Table I - Non-Derivation (Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) (First) (Middle) EROSPACE AVENUE 3. Da 09/0 4. If // (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock 1. Stock Table II - Derivative Security (e.g., puts, call fany (Month/Day/Year) 2. Transaction Date (e.g., puts, call fany (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year)	(First) (Middle) (First) (Middle) EROSPACE AVENUE 3. Date of E 09/08/202 4. If Amend (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Table II - Derivative Security (e.g., puts, calls, volume of Exercise Price of Derivative Security (Month/Day/Year) 2. (Month/Day/Year) 3. Date of E 09/08/2021 Table I - Non-Derivative Security (Month/Day/Year) 3. Transaction Date (Honth/Day/Year) 3. Date of E 09/08/2021 4. If Amend 20/08/2021	(First) (Middle) (First) (Middle) EROSPACE AVENUE 3. Date of Earliest 09/08/2021 4. If Amendment, (State) (Zip) Table I - Non-Derivative Securities Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warrate of Derivative Security 2. Transaction Date (e.g., puts, calls, warrate of Derivative Security (Month/Day/Year) 3. Date of Earliest 09/08/2021 Table II - Non-Derivative Securities (Month/Day/Year) 3. Date of Earliest 09/08/2021 2. Transaction Date (e.g., puts, calls, warrate for Code (Instr. 8) 3. Date of Earliest 09/08/2021 2. Transaction Date (e.g., puts, calls, warrate for Code (Instr. 8) 3. Date of Earliest 09/08/2021 2. Transaction Date (e.g., puts, calls, warrate for Code (Instr. 8) 3. Date of Earliest 09/08/2021	(First) (Middle) (State) (Zip) (State) (Zip) (State) (Zip) (State) (Zip) (A) Deemed Execution Date (Month/Day/Year) (Month/Day/Year)	Crion Group Holdings	(First) (Middle) (First) (Middle) (First) (Middle) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disparate (Month/Day/Year) (Stock	FELTER AUSTIN J (First) (Middle) EROSPACE AVENUE 3. Date of Earliest Transaction (Month/Day/Year) 09/08/2021 4. If Amendment, Date of Original Filed (Month/Day Table I - Non-Derivative Securities Acquired, Disposed of Code (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 09/08/2021 2. Conversion or Exercise Price of Derivative Security Conversion or Exercise Price of Derivative Security A 18,215 Table II - Derivative Securities Acquired, Disposed of, (e.g., puts, calls, warrants, options, convertib Security 2. (Conversion or Exercise Price of Date (Month/Day/Year) (Month/Day/Year) Security A 18,215 Date Expiration Date (Month/Day/Year) (Month/Day/Year) Date Expiration Date (Month/Day/Year) Date Expiration	Orion Group Holdings Inc [ORN] (First) (Middle) EROSPACE AVENUE (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Exercise If any (Month/Day/Year) (State) (Zip) Table II - Derivative Securities Acquired, Disposed Of (D) (Code V Amount Code Chstr. Sign Code Chstr. Sign Code Chstr. Chstr	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Benefice (Month/Day/Year) Security (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, Or Benefice (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Benefice (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year) A 18,215 A Table II - Derivative Securities Acquired, Disposed of, or Benefice (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of, or Benefice (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year) A 18,215 A Table II - Derivative Securities Acquired, Disposed of, or Benefice (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year) Security (Month/Day/Year) A 18,215 A A 18,	(Christ) (Middle) (First) (Month/Day/Year) (Middle) (First) (Middle) (First) (Mid	Orion Group Holdings Inc [ORN] (First) (Middle) EROSPACE AVENUE 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own Form Perst 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owner (e.g., puts, calls, warrants, options, convertible Securities) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Disposed of (D) (Instr. 3, 4 and 5) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) A 18, Price of Original Filed (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 3. Evericies (Month/Day/Year) (Month/D	Check all applicable X Director Officer (give title below)	Check all applicable X Director Officer (give title below)	Check all applicable) Chec

Explanation of Responses:

1. This grant of restricted stock under the Company's Long Term Incentive Plan vested in its entirety on the date of grant, September 8, 2021.

Mark R. Stauffer, attorney-in-

fact for Austin J Shanfelter,

Director

** Signature of Reporting Person Date

09/10/2021

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.