

Seanergy Maritime Holdings Corp.  
Form SC 13D/A  
November 29, 2016

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

SCHEDULE 13D

Under the  
Securities  
Exchange Act of  
1934  
(Amendment No.  
8)\*

SEANERGY  
MARITIME  
HOLDINGS  
CORP.  
(Name of Issuer)

COMMON  
STOCK  
(Title of Class of  
Securities)

Y 73760137  
(CUSIP Number)

Alastair  
Macdonald  
Western Isles  
Jardine House, 4th  
Floor,  
33-35 Reid Street  
P.O. Box HM  
1431  
Hamilton HM FX,  
Bermuda

Tel: (441)  
295-5913  
(Name, Address  
and Telephone  
Number of Person  
Authorized to  
Receive Notices  
and  
Communications)

November 23,  
2016  
(Date of Event  
which Requires  
Filing of this  
Statement)

If the filing person  
has previously  
filed a statement  
on Schedule 13G  
to report the  
acquisition that is  
the subject of this  
Schedule 13D,  
and is filing this  
schedule because  
of Rule 13d-1(e),  
Rule 13d-1(f) or  
Rule 13d-1(g),  
check the  
following box. [  
]

Note: Schedules  
filed in paper  
format shall  
include a signed  
original and five  
copies of the  
schedule,  
including all  
exhibits. See Rule  
13d-7 for other  
parties to whom  
copies are to be  
sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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Schedule 13D

CUSIP No. <sup>Y</sup>  
73760137

1. Names of Reporting Persons  
Jelco Delta Holding Corp.
2. Check the Appropriate Box if a  
Member of a Group (See  
Instructions)  
(a) ☐  
(b) ☒
3. SEC  
Use  
Only
4. Source  
of  
Funds WC  
(See  
Instructions)
5. Check if Disclosure of Legal  
Proceedings Is Required ☐  
Pursuant to Items 2(d) or 2(e)
6. Citizenship  
or  
Place Marshall Islands  
of  
Organization
7. Sole  
Voting  
Power
8. Shared  
Voting Power 43,649,230 <sup>(1)</sup>

Number of Shares Beneficially Owned by Each Reporting Person  
With

9. Sole  
Dispositive  
Power

10. Shared  
Dispositive  
Power

11. Aggregate Amount  
Beneficially Owned 43,649,230  
By Each Reporting <sup>(1)</sup>  
Person

12. Check if the Aggregate  
Amount in Row (11) Excludes ☐  
Certain Shares (See  
Instructions)

13. Percent of Class  
Represented by 87.8%  
Amount in Row  
(11)

14. Type of Reporting Person (See  
Instructions)

CO

Includes (i) 4,222,223 shares of Common Stock (as defined in Item 1) of the Issuer (as defined in Item 1) which Jelco Delta Holding Corp. ("Jelco") may be deemed to beneficially own, issuable upon exercise of a conversion option pursuant to the Convertible Promissory Note dated March 12, 2015, issued by the Issuer to Jelco and (ii) <sup>(1)</sup> 23,516,667 shares of Common Stock of the Issuer which Jelco may be deemed to beneficially own, issuable upon exercise of a conversion option pursuant to the Convertible Promissory Note dated September 7, 2015, as amended, issued by the Issuer to Jelco. See Item 3.

Schedule 13D

CUSIP No. <sup>Y</sup>  
73760137

1. Names of Reporting Persons  
Comet Shipholding Inc.
2. Check the Appropriate Box if a  
Member of a Group (See  
Instructions)  
(a) ☐  
(b) ☒
3. SEC  
Use  
Only
4. Source  
of  
Funds WC  
(See  
Instructions)
5. Check if Disclosure of  
Legal Proceedings Is  
Required Pursuant to Items ☐  
2(d) or 2(e)
6. Citizenship  
or  
Place Marshall Islands  
of  
Organization
7. Sole  
Voting  
Power
8. Shared  
Voting  
Power

Number of Shares Beneficially Owned by Each Reporting Person  
With

9. Sole  
Dispositive  
Power

10. Shared  
Dispositive  
Power

11. Aggregate Amount  
Beneficially Owned 853,434  
By Each Reporting  
Person

12. Check if the Aggregate  
Amount in Row (11) ☐  
Excludes Certain Shares  
(See Instructions)

13. Percent of Class  
Represented by 3.9%  
Amount in Row  
(11)

14. Type of Reporting Person (See  
Instructions)

CO

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Schedule 13D

CUSIP No. <sup>Y</sup>  
73760137

1. Names of Reporting Persons  
Claudia Restis
2. Check the Appropriate Box if a  
Member of a Group (See Instructions)  
(a) ☐  
(b) ☒
3. SEC Use  
Only
4. Source of  
Funds OO  
(See Instructions)
5. Check if Disclosure of Legal  
Proceedings Is Required Pursuant ☐  
to Items 2(d) or 2(e)
6. Citizenship  
or Place of Italy  
Organization
7. Sole  
~~Voting~~  
Power
8. Shared  
~~Voting~~ 4,150,664 <sup>(1)</sup>  
Power
9. Sole  
~~Dispositive~~  
Power

Number of Shares Beneficially Owned by Each Reporting Person  
With



10. Shared  
 Dispositive  
 Power 44,502,664 <sup>(1)</sup>

Aggregate Amount  
 Beneficially Owned 44,502,664  
 By Each Reporting <sup>(1)</sup>  
 Person

12. Check if the Aggregate Amount in  
 Row (11) Excludes Certain Shares ☐  
 (See Instructions)

13. Percent of Class  
 Represented by 89.5%  
 Amount in Row (11)

14. Type of Reporting Person (See  
 Instructions)

IN

Claudia Restis may be deemed to beneficially own 43,649,230 shares of Common Stock of the Issuer through Jelco and 853,434 shares of Common Stock of the Issuer through Comet Shipholding Inc., each through a revocable trust of which she is beneficiary. The shares she may be deemed to beneficially own through Jelco include (i) 4,222,223 shares of Common Stock which Jelco may be deemed to beneficially own, issuable upon exercise of a conversion option pursuant to the Convertible Promissory Note dated March 12, 2015, issued by the Issuer to Jelco and (ii) 23,516,667 shares of Common Stock which Jelco may be deemed to beneficially own, issuable upon exercise of a conversion option pursuant to the Convertible Promissory Note dated September 7, 2015, as amended, issued by the Issuer to Jelco. See Item 3.

Schedule 13D

CUSIP No. <sup>Y</sup>  
73760137

## INTRODUCTION

This Amendment No. 8 to Schedule 13D further amends the Schedule 13D originally filed on March 12, 2015 by the Reporting Persons (as defined in Item 2), to reflect the change in beneficial ownership by certain Reporting Persons due to an increase in the Issuer's outstanding Common Stock resulting from the Issuer's registered direct offering that closed November 23, 2016.

## ITEM 1. Security and Issuer.

This statement relates to the common stock, par value \$0.0001 per share ("Common Stock") issued by Seanergy Maritime Holdings Corp., a Marshall Islands corporation (the "Issuer"), whose principal executive offices are located at 16 Grigoriou Lambraki Street, 166 74 Glyfada, Athens, Greece.

## ITEM 2. Identity and Background.

(a) – (c), (f) This statement is being filed by each of the persons identified below (collectively the "Reporting Persons"):

| Name                      | Address                                                                                                                                                   | Jurisdiction of Incorporation or Place of<br>Citizenship | Principal Business           |
|---------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|------------------------------|
| Jelco Delta Holding Corp. | c/o Western Isles<br>Jardine House, 4th Floor,<br>33-35 Reid Street<br>P.O. Box HM 1431<br>Hamilton HM FX,<br>Bermuda<br>Attention: Alastair<br>Macdonald | Marshall Islands                                         | Investments                  |
| Comet Shipholding Inc.    | c/o Western Isles<br>Jardine House, 4th Floor,<br>33-35 Reid Street<br>P.O. Box HM 1431<br>Hamilton HM FX,<br>Bermuda<br>Attention: Alastair<br>Macdonald | Marshall Islands                                         | Investments                  |
| Claudia Restis (1)        | c/o Western Isles<br>Jardine House, 4th Floor,<br>33-35 Reid Street<br>P.O. Box HM 1431<br>Hamilton HM FX,<br>Bermuda                                     | Italy                                                    | Business and<br>Philanthropy |

Attention: Alastair  
Macdonald

(1) Claudia Restis is the beneficial owner of 100% of the capital stock of each of the corporate Reporting Persons through a revocable trust of which she is beneficiary.

(d) – (e) None of the Reporting Persons has, during the last five years, (i) been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), or (ii) been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violations with respect to such laws.

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Schedule 13D

CUSIP No. <sup>Y</sup>  
73760137

ITEM 3. Source and Amount of Funds or Other Consideration.

There are no material changes from the Schedule 13D/A filed with the Commission on August 25, 2016.

ITEM 4. Purpose of Transaction.

There are no material changes from the Schedule 13D/A filed with the Commission on August 25, 2016.

Except as set forth above and as previously disclosed in the original Schedule 13D filed with the Commission on March 12, 2015, no Reporting Person has any present plans or proposals which relate to or would result in the occurrence of any of the events described in Item 4 (a) through (j) of Schedule 13D.

ITEM 5. Interest in Securities of the Issuer.

(a) – (b) Based on information provided by the Issuer, the Issuer had 21,999,410 shares of Common Stock outstanding as of the date hereof. Based upon the foregoing, as of the date hereof, the Reporting Persons' beneficial ownership is as set forth below:

| Name                      | Percentage of Shares Beneficially Owned | Voting |                              | Dispositive |                              |
|---------------------------|-----------------------------------------|--------|------------------------------|-------------|------------------------------|
|                           |                                         | Sole   | Shared                       | Sole        | Shared                       |
| Jelco Delta Holding Corp. | 87.8                                    | % 0    | 43,649,230 <sup>(1)</sup>    | 0           | 43,649,230 <sup>(1)</sup>    |
| Comet Shipholding Inc.    | 3.9                                     | % 0    | 853,434                      | 0           | 853,434                      |
| Claudia Restis            | 89.5                                    | % 0    | 44,502,664 <sup>(1)(2)</sup> | 0           | 44,502,664 <sup>(1)(2)</sup> |

Includes (i) 4,222,223 shares of Common Stock which Jelco may be deemed to beneficially own, issuable upon exercise of a conversion option pursuant to the Convertible Promissory Note dated March 12, 2015, issued by the (1) Issuer to Jelco and (ii) 23,516,667 shares of Common Stock which Jelco may be deemed to beneficially own, issuable upon exercise of a conversion option pursuant to the Convertible Promissory Note dated September 7, 2015, as amended, issued by the Issuer to Jelco. See Item 3.

Claudia Restis may be deemed to beneficially own 43,649,230 shares of Common Stock of the Issuer through Jelco (2) and 853,434 shares of Common Stock of the Issuer through Comet Shipholding Inc., each through a revocable trust of which she is beneficiary.

Schedule 13D

CUSIP No. <sup>Y</sup>  
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(c) N/A

(d) N/A

(e) N/A

ITEM 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

There are no material changes from the Schedule 13D/A filed with the Commission on August 25, 2016.

ITEM 7 Materials to be Filed as Exhibits.

N/A

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Signature

After reasonable inquiry and to the best of my knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: November 29, 2016

JELCO DELTA HOLDING  
CORP.

By: /s/ Alastair Macdonald  
Name: Alastair Macdonald  
Title: President

COMET SHIPHOLDING  
INC.

By: /s/ Alastair Macdonald  
Name: Alastair Macdonald  
Title: President

/s/ Claudia Restis  
Claudia Restis