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INTERNATIONAL SHIPHOLDING CORP

Form 4 June 07, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Washington, D.C. 20549

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and JOHNSEN	Address of Reporti	ng Person *	2. Issuer Name : Symbol	and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
			INTERNATIO CORP [ISH]	ONAL SHIPHOLDING	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earlies (Month/Day/Year		_X_ Director _X_ Officer (give t below)	itle 10% below)		
133 MUHLENBRINK ROAD			06/05/2007		Chairman and CEO			
	(Street)		4. If Amendment	, Date Original	6. Individual or Join	nt/Group Filin	g(Check	
			Filed(Month/Day/Y	(ear)	Applicable Line) _X_ Form filed by Or Form filed by Mo	1 0		
COLTS NECK, NJ 07722					Person	ore man One Ke	porting	
(City)	(State)	(Zip)	Table I - No	n-Derivative Securities Acq	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of	2. Transaction Da	te 2A. Deem	ed 3.	4. Securities Acquired (A	.) 5. Amount of	6.	7. Nature	

(City)	(State)	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. Transactic Code (Instr. 8)	(A) or		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)		
Common Stock	06/05/2007		M	20,000	A	\$ 14.125	153,763	D		
Common Stock	06/05/2007		S(1)	19,200	D	\$ 20.4	134,563	D		
Common Stock	06/05/2007		S(1)	800	D	\$ 21	133,763	D		
Common Stock	06/06/2007		M	7,000	A	\$ 14.125	140,763	D		
Common Stock	06/06/2007		S(1)	1,100	D	\$ 20.6	139,663	D		

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Common Stock	06/06/2007	S <u>(1)</u>	2,300	D	\$ 20.62	137,363	D	
Common Stock	06/06/2007	S <u>(1)</u>	600	D	\$ 20.63	136,763	D	
Common Stock	06/06/2007	S(1)	108	D	\$ 20.75	136,655	D	
Common Stock	06/06/2007	S <u>(1)</u>	1,700	D	\$ 20.8	134,955	D	
Common Stock	06/06/2007	S(1)	400	D	\$ 20.82	134,555	D	
Common Stock	06/06/2007	S(1)	200	D	\$ 20.8201	134,355	D	
Common Stock	06/06/2007	S(1)	492	D	\$ 20.84	133,863	D	
Common Stock	06/06/2007	S(1)	100	D	\$ 20.85	133,763	D	
Common Stock						224,622	I	See Footnote (2)
Common Stock						2,968	I	See Footnote (3)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (right to buy)	\$ 14.125	06/05/2007		M		20,000	07/21/1999	04/15/2008	Common Stock	20,000

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7,000

Stock

Options

Common (right to 7,000 07/21/1999 04/15/2008 \$ 14.125 06/06/2007 M

buy)

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

JOHNSEN NIELS M

133 MUHLENBRINK ROAD X Chairman and CEO

COLTS NECK, NJ 07722

Signatures

/s/ Niels M. 06/07/2007 Johnsen

**Signature of Date Reporting Person

Explanation of Responses:

- 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).
- (1) Shares sold pursuant to the 10b5-1 Plan for Niels M. Johnsen
- (2) Shares are held by Caltor Corporation, of which Neils M. Johnsen is a Director, beneficial ownership is disclaimed.
- (3) Shares are held as co-trustee under trust FBO child, beneficial ownership is disclaimed.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3