



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

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

Pursuant to the approval of the Compensation Committee and Board of Directors of Steel Excel Inc. (the "Company"), on April 3, 2012, the Company entered into Amendment No. 3 (the "Amendment") to the Independent Contractor Agreement, dated February 2, 2010, as amended (the "Agreement"), between the Company and John J. Quicke, its Interim President and Chief Executive Officer. The Amendment extended the term of Mr. Quicke's service as the Company's Interim President and Chief Executive Officer under the Agreement until December 31, 2012, unless the Agreement is earlier terminated.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

The following exhibit is filed with this report:

Exhibit No. Description

10.1 Amendment No. 3 to the Independent Contractor Agreement, dated April 3, 2012, between Steel Excel Inc. and John J. Quicke.

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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.

Steel Excel Inc.

By: /s/ Mark Zorko  
Name: Mark Zorko  
Title: Chief Financial Officer

Dated: April 3, 2012

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EXHIBIT INDEX

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