MONTAGUE JAMES R

Form 4

December 08, 2006

FORM 4

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

OMB Number:

3235-0287

~-

5ton, **D.C. 2**004)

January 31, 2005

0.5

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response...

OMB APPROVAL

Form 5 obligations may continue. *See* Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

....

Expires:

1(b).

Stock

(Print or Type Responses)

1. Name and A MONTAGU	Person * 2. Issuer Symbol	2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
		ATWOOD OCEANICS INC [ATW]					(Check all applicable)			
(Last)	(First) (M	fiddle) 3. Date of	Earliest Tr	ansaction						
		(Month/D	ay/Year)				_X_ Director		6 Owner	
P.O. BOX 2	12/07/20	12/07/2006				Officer (gives)	ve titleOth below)	er (specify		
	4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
	Filed(Mor	Filed(Month/Day/Year)				Applicable Line)				
							X Form filed by			
HOUSTON,	, TX 77218						Form filed by Person	More than One Ro	eporting	
(City)	(State)	(Zip) Tabl	e I - Non-D	erivative S	Securitie	es Aco	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	e 2A. Deemed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Date, if TransactionAcquired (A) or		Securities	Indirect				
(Instr. 3)		any	Code	Code Disposed of (D)		Beneficially	(D) or	Beneficial		
		(Month/Day/Year)	(Instr. 8)	str. 8) (Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership		
							Following	(Instr. 4)	(Instr. 4)	
					(A)		Reported			
					or		Transaction(s) (Instr. 3 and 4)			
			Code V	Amount	(D) I	Price	(Ilisti. 3 alld 4)			
Common	12/07/2006		A	800	A	1)	2,231	D		

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

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 control number.

SEC 1474

(9-02)

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

Edgar Filing: MONTAGUE JAMES R - Form 4

	. Title of	2.	3. Transaction Date (Month/Day/Year)		4.	5.	6. Date Exerc		7. Title and	8. Price of	9. Nu Deriv
5	Derivative Security Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transacti Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3,			Amount of Underlying Securities (Instr. 3 and 4	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
					Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title Amour or Number of	er	

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting o where there is a real constant of	Director	10% Owner	Officer	Other			
MONTAGUE JAMES R P.O. BOX 218350 HOUSTON, TX 77218	X						

Signatures

James R.
Montague

**Signature of Reporting Person

12/08/2006

Date

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).

These shares of common stock were granted as Restricted Stock Awards under the Atwood Oceanics, Inc. 2001 Stock Incentive Plan.

(1) One hundred percent (100%) of the restricted stock awards yest at date of grant; however, the stock certificate includes a three (3) year

(1) One hundred percent (100%) of the restricted stock awards vest at date of grant; however, the stock certificate includes a three (3) year restriction on selling these shares.

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 2