Edgar Filing: ATWOOD OCEANICS INC - Form 4

Form 4	CEANICS INC									
March 02, 200	Л								PPROVAL	
	UNITED S	TATES SECUR Was	ITIES AN hington, l			NGE (COMMISSION	OMB Number:	3235-0287	
Check this if no longe subject to Section 16 Form 4 or	GES IN BENEFICIAL OWNERSHIP OF SECURITIES					Expires: January 31 2009 Estimated average burden hours per response 0.9				
Form 5 obligations may contin <i>See</i> Instruct 1(b).	Section $17(a)$	uant to Section 10) of the Public Ut 30(h) of the In	ility Holdi	ing Com	pany	Act o	f 1935 or Sectio			
(Print or Type Re	esponses)									
BURGESS ROBERT W Symbol						5. Relationship of Reporting Person(s) to Issuer				
			OD OCEANICS INC [ATW] f Earliest Transaction				(Chec	Check all applicable)		
P.O. BOX 21		(Month/D 03/01/20	ay/Year)	lisaction			X Director Officer (give below)	title 10% Oth below)	o Owner er (specify	
			mendment, Date Original /onth/Day/Year)				6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person			
HOUSTON,	TX 77218						Form filed by M Person	Nore than One Re	eporting	
(City)	(State) (Z	Zip) Table	e I - Non-De	erivative S	ecuri	ties Aco	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or)	Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	03/01/2007		Code V A	Amount 394	(D) A	Price (<u>1)</u>	(Instr. 3 and 4) 6,038	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.

 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)	4. Transacti Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	ate	7. Titl Amou Under Securi (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Addr	ess	Relationships						
	Director	10% Owner	Officer	Other				
BURGESS ROBERT W								
P.O. BOX 218350	Х							
HOUSTON, TX 77218								
Signatures								
Robert W. Burgess	03/02/2007							
**Signature of	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).
- (1) These shares of common stock were granted as Restricted Stock Awards under the Atwood Oceanics, Inc. 2007 Long-Term Incentive Plan. One hundred percent (100%) of the restricted stock awards vest at the end of three (3) years.

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 Person