

DICKERSON LAWRENCE R
Form 4
May 21, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DICKERSON LAWRENCE R

2. Issuer Name and Ticker or Trading Symbol
DIAMOND OFFSHORE DRILLING INC [DO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
15415 KATY FREEWAY, SUITE 100
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/17/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
President and C.O.O.

HOUSTON, TX 77094

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
				Code V	Amount	(A) or (D)	Price
Common Stock	05/17/2007		M		1,407	A	\$ 29.33
Common Stock	05/17/2007		S		1,407	D	\$ 91.75
Common Stock	05/17/2007		M		1,407	A	\$ 29.2
Common Stock	05/17/2007		S		1,407	D	\$ 91.75
Common Stock	05/17/2007		M		1,407	A	\$ 19.88

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Common Stock	05/17/2007	S	1,407	D	\$ 91.75	0	D	
Common Stock	05/17/2007	M	1,407	A	\$ 21.93	1,407	D	
Common Stock	05/17/2007	S	1,407	D	\$ 91.75	0	D	
Common Stock	05/17/2007	M	1,406	A	\$ 19.78	1,406	D	
Common Stock	05/17/2007	S	1,406	D	\$ 91.75	0	D	
Common Stock	05/17/2007	M	1,407	A	\$ 19.78	1,407	D	
Common Stock	05/17/2007	S	1,407	D	\$ 91.75	0	D	
Common Stock	05/17/2007	M	1,407	A	\$ 21.23	1,407	D	
Common Stock	05/17/2007	S	1,407	D	\$ 91.75	0	D	
Common Stock	05/17/2007	M	1,407	A	\$ 19.08	1,407	D	
Common Stock	05/17/2007	S	1,407	D	\$ 91.75	0	D	
Common Stock	05/17/2007	M	1,407	A	\$ 20.77	1,407	D	
Common Stock	05/17/2007	S	1,407	D	\$ 91.75	0	D	
Common Stock						4,166.8214	I	By 401(k) Plan ⁽¹⁾

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

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(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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3, 4,
and 5)

				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 29.33	05/17/2007		M			1,407	04/15/2006 ⁽²⁾	04/15/2012	Common Stock	1,407
Stock Option (right to buy)	\$ 29.2	05/17/2007		M			1,407	04/15/2006 ⁽²⁾	07/01/2012	Common Stock	1,407
Stock Option (right to buy)	\$ 19.88	05/17/2007		M			1,407	04/15/2006 ⁽²⁾	10/01/2012	Common Stock	1,407
Stock Option (right to buy)	\$ 21.93	05/17/2007		M			1,407	04/15/2006 ⁽²⁾	12/31/2012	Common Stock	1,407
Stock Option (right to buy)	\$ 19.78	05/17/2007		M			1,406	04/22/2006 ⁽³⁾	04/22/2013	Common Stock	1,406
Stock Option (right to buy)	\$ 19.78	05/17/2007		M			1,407	04/22/2007 ⁽⁴⁾	04/22/2013	Common Stock	1,407
Stock Option (right to buy)	\$ 21.23	05/17/2007		M			1,407	04/22/2007 ⁽⁴⁾	07/01/2013	Common Stock	1,407
Stock Option (right to buy)	\$ 19.08	05/17/2007		M			1,407	04/22/2007 ⁽⁴⁾	10/01/2013	Common Stock	1,407
Stock Option (right to buy)	\$ 20.77	05/17/2007		M			1,407	04/22/2007 ⁽⁴⁾	12/31/2013	Common Stock	1,407

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DICKERSON LAWRENCE R 15415 KATY FREEWAY SUITE 100 HOUSTON, TX 77094	X		President and C.O.O.	

Signatures

/s/ William C. Long Attorney-in-fact for Lawrence R.
Dickerson

05/21/2007

__Signature of Reporting Person

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) Based on a plan statement as of May 17, 2007.
- (2) The options vested on April 15, 2006.
- (3) The options vested on April 22, 2006.
- (4) The options vested on April 22, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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