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ATWOOD OCEANICS INC
Form 8-K
April 28, 2005

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D. C. 20549

Form 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15 (d)
OF THE SECURITIES EXCHANGE ACT OF 1934

DATE OF EARLIEST EVENT REPORTED: April 28, 2005

ATWOOD OCEANICS, INC.
(Exact name of registrant as specified in its charter)

COMMISSION FILE NUMBER 1-13167

TEXAS 74-1611874
(State or other jurisdiction of (I.R.S. Employer Identification No.)
incorporation or organization)

15835 Park Ten Place Drive 77084
Houston, Texas (Zip Code)
(Address of principal executive offices)

Registrant's telephone number, including area code:
281-749-7800
N/A

(Former name or former address, if changed since last report.)
=====

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On April 28, 2005, the Company announced its earnings for the Fiscal Year 2005 Second Quarter ended March 31, 2005. A copy of the press release summarizing these earnings is filed with this Form 8-K as exhibit 99.1 and is incorporated herein by reference.

Additional information with respect to the Company's consolidated statements of operations for the three months and six months ended March 31, 2005 and 2004, an analysis of revenues and contract drilling costs for the three months and six months ended March 31, 2005 and consolidated balance sheets at March 31, 2005 and September 30, 2004 are attached hereto as Exhibits 99.2, 99.3 and 99.4, respectively, which are being furnished; however, should not be deemed to be filed under Section 18 of the Exchange Act.

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ITEM 7.01 REGULATION FD DISCLOSURE

Additional information with respect to the Company's Contract Status Summary at April 28, 2005 is attached hereto as Exhibit 99.5. Such information is being furnished under Regulation FD and should not be deemed to be filed under Section 18 of the Exchange Act.

Statements contained in this report with respect to the future are forward-looking statements. These statements reflect management's reasonable judgment with respect to future events. Forward-looking statements involve risks and uncertainties. Actual results could differ materially from those anticipated as a result of various factors including; the Company's dependence on the oil and gas industry; the risks involved the construction of a rig; competition; operating risks; risks involved in foreign operations; risks associated with possible disruption in operations due to terrorism; risks associated with a possible disruption in operations due to a war with Iraq; and governmental regulations and environmental matters. A list of additional risk factors can be found in the Company' annual report on Form 10-K for the year ended September 30, 2004, filed with the Securities and Exchange Commission.

ITEM 9.01 EXHIBITS

- EXHIBIT 99.1 PRESS RELEASE DATED APRIL 28, 2005
- EXHIBIT 99.2 CONSOLIDATED STATEMENT OF OPERATIONS FOR THE THREE MONTHS AND SIX MONTHS ENDED MARCH 31, 2005 AND 2004
- EXHIBIT 99.3 ANALYSIS OF REVENUES AND CONTRACT DRILLING COSTS FOR THE THREE MONTHS AND SIX MONTHS ENDED MARCH 31, 2005
- EXHIBIT 99.4 CONSOLIDATED BALANCE SHEETS AT MARCH 31, 2005 AND SEPTEMBER 30, 2004
- EXHIBIT 99.5 CONTRACT STATUS SUMMARY AT APRIL 28, 2005

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SIGNATURES

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.

ATWOOD OCEANICS, INC.
(Registrant)

/s/ James M. Holland
James M. Holland
Senior Vice President

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DATE: April 28, 2005

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EXHIBIT INDEX

| EXHIBIT NO. | DESCRIPTION |
|-------------|---|
| 99.1 | Press Release dated April 28, 2005 |
| 99.2 | Consolidated Statements of Operations for the Three Months and Six Months ended March 31, 2005 and 2004 |
| 99.3 | Analysis of Revenues and Contract Drilling Costs for the Three Months and Six Months ended March 31, 2005 |
| 99.4 | Consolidated Balance Sheets at March 31, 2005 and September 30, 2004 |
| 99.5 | Contract Status Summary at April 28, 2005 |

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EXHIBIT 99.1

Houston, Texas
28 April 2005

FOR IMMEDIATE RELEASE

Atwood Oceanics, Inc., Houston-based international drilling contractor, announced today that the Company earned net income of \$4,711,000 or \$.30 per diluted share, on revenues of \$41,017,000 for the quarter ended March 31, 2005, compared to net income of \$462,000 or \$.03 per diluted share on revenues of \$36,810,000 for the quarter ended March 31, 2004. For the six months ended March 31, 2005, the Company earned a net income of \$13,361,000 or \$.86 per diluted share, on revenues of \$86,443,000 compared to a net loss of \$(1,442,000) or \$(.10) per diluted share, on revenues of \$72,135,000 for the six months ended March 31, 2004.

| | FOR THE THREE MONTHS ENDED MARCH 31, 2005 | 2004 |
|-----------------------------|--|--------------|
| | ----- | ----- |
| Contract Revenues | \$41,017,000 | \$36,810,000 |
| | ===== | ===== |
| Income before Income Taxes | 6,100,000 | 2,235,000 |
| Provision for Income Taxes | (1,389,000) | (1,773,000) |
| | ----- | ----- |
| Net Income | 4,711,000 | 462,000 |
| | ===== | ===== |
| Earnings per Common Share - | | |
| Basic | .31 | .03 |
| Diluted | .30 | .03 |

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Weighted Average Shares

Outstanding -

| | | |
|---------|------------|------------|
| Basic | 15,213,000 | 13,855,000 |
| Diluted | 15,642,000 | 14,019,000 |

FOR THE SIX MONTHS ENDED MARCH 31,
2005 2004

| | | |
|------------------------------------|--------------|--------------|
| Contract Revenues | \$86,443,000 | \$72,135,000 |
| Income before Income Taxes | 14,243,000 | 2,171,000 |
| Provision for Income Taxes | (882,000) | (3,613,000) |
| Net Income (Loss) | 13,361,000 | (1,442,000) |
| Earnings (Loss) per Common Share - | | |
| Basic | .88 | (.10) |
| Diluted | .86 | (.10) |
| Weighted Average Shares | | |
| Outstanding - | | |
| Basic | 15,146,000 | 13,855,000 |
| Diluted | 15,532,000 | 13,855,000 |

Contact: Jim Holland
(281) 749-7804

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EXHIBIT 99.2

ATWOOD OCEANICS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS
(In thousands, except per share amounts)

| | Three Months Ended March 31, | | Six Months Ended March 31, | |
|--------------------------------|---------------------------------|-----------|-------------------------------|-----------|
| | 2005 (Unaudited) | 2004 | 2005 (Unaudited) | 2004 |
| REVENUES: | | | | |
| Contract drilling | \$ 39,801 | \$ 36,810 | \$ 78,787 | \$ 72,135 |
| Business interruption proceeds | 1,216 | - | 7,656 | - |
| | 41,017 | 36,810 | 86,443 | 72,135 |
| COSTS AND EXPENSES: | | | | |
| Contract drilling | 23,601 | 21,414 | 48,804 | 48,804 |
| Depreciation | 6,639 | 7,847 | 13,165 | 13,165 |
| General and administrative | 3,019 | 2,987 | 6,590 | 6,590 |
| | 33,259 | 32,248 | 68,559 | 68,559 |

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| | | | |
|------------------------------------|---------|---------|----------|
| OPERATING INCOME | 7,758 | 4,562 | 17,884 |
| OTHER INCOME (EXPENSE) | | | |
| Interest expense | (1,727) | (2,334) | (3,745) |
| Interest income | 69 | 7 | 104 |
| | (1,658) | (2,327) | (3,641) |
| INCOME BEFORE INCOME TAXES | 6,100 | 2,235 | 14,243 |
| PROVISION FOR INCOME TAXES | 1,389 | 1,773 | 882 |
| NET INCOME (LOSS) | \$4,711 | \$462 | \$13,361 |
| EARNINGS (LOSS) PER COMMON SHARE: | | | |
| Basic | 0.31 | 0.03 | 0.88 |
| Diluted | 0.30 | 0.03 | 0.86 |
| AVERAGE COMMON SHARES OUTSTANDING: | | | |
| Basic | 15,213 | 13,855 | 15,146 |
| Diluted | 15,642 | 14,019 | 15,532 |

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EXHIBIT 99.3

ATWOOD OCEANICS, INC. AND SUBSIDIARIES
ANALYSIS OF REVENUES
AND CONTRACT DRILLING COSTS
(Unaudited)

FOR THE THREE MONTHS ENDED
MARCH 31, 2005

| | REVENUES | CONTRACT DRILLING COSTS |
|-----------------------|---------------|-------------------------------|
| | ----- | ----- |
| | (In Millions) | |
| ATWOOD EAGLE | \$ 9.4 | \$ 5.5 |
| ATWOOD FALCON | 5.5 | 2.8 |
| ATWOOD BEACON | 5.9 | 1.9 |
| VICKSBURG | 6.1 | 2.0 |
| ATWOOD HUNTER | 5.2 | 2.7 |
| SEAHAWK | 2.8 | 2.4 |
| ATWOOD SOUTHERN CROSS | 2.7 | 2.3 |
| RICHMOND | 2.7 | 2.1 |
| OTHER | 0.7 | 1.9 |
| | ----- | ----- |
| | \$41.0 | \$23.6 |
| | ===== | ===== |

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FOR THE SIX MONTHS ENDED
MARCH 31, 2005

| | REVENUES ----- | CONTRACT DRILLING COSTS ----- |
|-----------------------|-------------------|--|
| | (In Millions) | |
| ATWOOD EAGLE | \$ 17.9 | \$ 10.8 |
| ATWOOD FALCON | 13.1 | 6.1 |
| ATWOOD BEACON | 12.3 | 4.3 |
| VICKSBURG | 12.0 | 4.4 |
| ATWOOD HUNTER | 10.8 | 5.6 |
| SEAHAWK | 7.2 | 4.8 |
| ATWOOD SOUTHERN CROSS | 6.3 | 5.3 |
| RICHMOND | 5.4 | 4.2 |
| OTHER | 1.4 | 3.3 |
| | ----- | ----- |
| | \$86.4 | \$48.8 |
| | ===== | ===== |

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EXHIBIT 99.4

ATWOOD OCEANICS, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(In thousands)

| | MAR. 31, 2005 | SEP. 30, 2004 |
|---------------------------------------|---------------|---------------|
| | (Unaudited) | |
| ASSETS | | |
| CURRENT ASSETS: | | |
| Cash and cash equivalents | \$23,946 | \$16,416 |
| Accounts receivable | 28,449 | 32,475 |
| Insurance receivable | 11,036 | 25,433 |
| Inventories of materials and supplies | 13,660 | 12,648 |
| Deferred tax assets | 40 | 290 |
| Prepaid expenses and other | 2,444 | 5,704 |
| | ----- | ----- |
| Total Current Assets | 79,575 | 92,966 |
| | ----- | ----- |
| NET PROPERTY AND EQUIPMENT | 407,427 | 401,141 |
| | ----- | ----- |
| DEFERRED COSTS AND OTHER ASSETS | 3,185 | 4,829 |
| | ----- | ----- |
| | \$490,187 | \$498,936 |
| | ===== | ===== |
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| CURRENT LIABILITIES: | | |

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| | | |
|---|-----------|-----------|
| Current maturities of notes payable | \$36,000 | \$36,000 |
| Accounts payable | 3,857 | 9,398 |
| Accrued liabilities | 6,820 | 13,822 |
| Deferred Credits | 0 | 833 |
| | ----- | ----- |
| Total Current Liabilities | 46,677 | 60,053 |
| | ----- | ----- |
| LONG-TERM NOTES PAYABLE, net of current maturities: | 77,000 | 145,000 |
| | ----- | ----- |
| | 77,000 | 145,000 |
| | ----- | ----- |
| OTHER LONG TERM LIABILITIES | | |
| Deferred income taxes | 19,580 | 18,930 |
| Deferred credits and other | 2,443 | 3,364 |
| | ----- | ----- |
| | 22,023 | 22,294 |
| | ----- | ----- |
| SHAREHOLDERS' EQUITY: | | |
| Preferred stock, no par value; 1,000,000 shares authorized, none outstanding | 0 | 0 |
| Common stock, \$1 par value, 20,000,000 shares authorized with 15,240,000 issued and outstanding | 15,240 | 13,873 |
| Paid-in capital | 116,087 | 57,917 |
| Retained earnings | 213,160 | 199,799 |
| | ----- | ----- |
| Total Shareholders' Equity | 344,487 | 271,589 |
| | ----- | ----- |
| | \$490,187 | \$498,936 |
| | ===== | ===== |

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EXHIBIT 99.5
ATWOOD OCEANICS, INC. AND SUBSIDIARIES
CONTRACT STATUS SUMMARY
AT APRIL 28, 2005

| NAME OF RIG | LOCATION | CUSTOMER | CONTRACT STATUS |
|--------------------|----------|--------------------------------------|--|
| ----- | ----- | ----- | ----- |
| SEMISUBMERSIBLES - | | | |
| ----- | | | |
| ATWOOD FALCON | JAPAN | JAPAN ENERGY DEVELOPMENT CO. LTD. | The rig has commenced a t Japan Energy Development these two wells is estima 2005 to complete. Upon t Energy contract, the rig drill seven (7) firm well additional wells for Sara the seven (7) firm wells |

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| | | | |
|-----------------------|-----------|--|---|
| ATWOOD HUNTER | EGYPT | BURULLUS GAS CO. ("BURULLUS") | approximately nine months option wells are drilled, another seven to eight mo |
| ATWOOD EAGLE | AUSTRALIA | WOODSIDE ENERGY, LTD. ("WOODSIDE") | The rig continues to work drilling program for Buru take until September 2005 upon completion of the cu rig will commence an esti upgrade period to enable capability of drilling hi P.S.I.). Upon completion commence drilling two (2) the cost of Egypt, which to complete. |
| SEAHAWK | MALAYSIA | SARAWAK SHELL BERHAD / SABAH SHELL PETROLEUM COMPANY LIMITED ("SHELL") | The rig is currently work Woodside to drill seven (7) of the seven firm wells i August 2005. Woodside ha drill three (3) additiona the current Woodside drill return to work for BHP Bi (1) firm well (expected t with an option to drill o rig has been awarded an a drill eight (8) firm well additional wells off the Australia. The drilling is estimated to take appr complete and if all four the contract could extend four (4) months. If all drilled, the combined Woo programs could extend int |
| ATWOOD SOUTHERN CROSS | MYANMAR | DAEWOO INTERNATIONAL CORPORATION ("DAEWOO") | The rig is currently at a Malaysia and will be off The rig will return to wo 2005 for Shell on a contr the rig commences prepara commitment in 2006 for Am Inc. ("Hess"). The Hess of 730 days with four opt |
| | | | The rig is currently work Daewoo to drill three (3) be completed in May 2005. Daewoo drilling program, to Singapore to prepare f Mediterranean Sea. The r the Eastern Mediterranean drill one well each for B Isramco, which is expecte complete. Upon completin wells, the rig will enter 30 days for required insp certifications and equipm |

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| | | | |
|--|---------------------------------|---|---|
| | | | drilling one firm well for ENI Productions ("ENI"), with the intent to drill one additional well. |
| SEASCOUT | UNITED STATES GULF OF MEXICO | N/A | The SEASCOUT was purchased for conversion to a tender-assisted rig SEAHAWK. There are currently no other rig is currently coldstacked. |
| CANTILEVER JACK-UPS - ----- VICKSBURG | MALAYSIA | EXXONMOBIL EXPLORATION & PRODUCTION MALAYSIA INC. ("EMEPMI") | In October 2004, the rig was placed on a seventeen month program for which it has its right to terminate the contract with 90 days notice. |
| ATWOOD BEACON | VIETNAM | HOANG LONG AND HOAN VU JOINT OPERATING COMPANIES ("HOANG LONG") | The rig is currently working for Hoang Long which includes (3) firm wells with options for 3 additional wells. The total combined expected duration for the option wells are drilled, is expected to take another 200 days. |
| SUBMERSIBLE - ----- RICHMOND | UNITED STATES GULF OF MEXICO | HELIS OIL & GAS COMPANY ("HELIS") | The rig is currently drilling under the Helis contract. Upon completion the rig will have two (2) firm wells with Helis having an option for 2 additional wells. The drilling on the option wells is expected to take another 200 days and if the option wells are drilled, the contract could extend to November 2005. |
| MODULAR PLATFORMS - ----- GOODWYN 'A' /NORTH RANKIN 'A' | AUSTRALIA | WOODSIDE ENERGY LTD. ("WOODSIDE") | The Company is currently preparing the NORTH RANKIN for drilling activities in early 2005. The activity continues with an indefinite duration activity, with the Company currently on maintenance. |