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ATWOOD OCEANICS INC  
Form 8-K  
July 28, 2005

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WASHINGTON, D.C. 20549  
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FORM 8-K

CURRENT REPORT

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

DATE OF EARLIEST EVENT REPORTED: July 28, 2005

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

COMMISSION FILE NUMBER 1-13167

Internal Revenue Service - Employer Identification No. 74-1611874

15835 Park Ten Place Drive, Houston, Texas, 77084  
(281) 749-7800

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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-1-

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On July 28, 2005, the Company announced its earnings for the Fiscal Year

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2005 Third Quarter ended June 30, 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 nine months ended June 30, 2005 and 2004, an analysis of revenues and contract drilling costs for the three months and nine months ended June 30, 2005 and consolidated balance sheets at June 30, 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.

### ITEM 7.01 REGULATION FD DISCLOSURE

The ATWOOD FALCON is currently working under a two-firm well program for Japan Energy Development Co., Ltd., which is expected to take until September/October 2005 to complete. Upon completion of this contract, the rig will be moved back to Malaysia to drill thirteen (13) firm wells for Sarawak Shell, after Shell exercised its option to drill six (6) additional wells. The drilling of the thirteen (13) firm wells is expected to extend into the second half of fiscal year 2007.

Additional information with respect to the Company's Contract Status Summary at July 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's 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 JULY 28, 2005
- EXHIBIT 99.2 CONSOLIDATED STATEMENT OF OPERATIONS FOR THE THREE MONTHS AND NINE MONTHS ENDED JUNE 30, 2005 AND 2004
- EXHIBIT 99.3 ANALYSIS OF REVENUES AND CONTRACT DRILLING COSTS FOR THE THREE MONTHS AND NINE MONTHS ENDED JUNE 30, 2005
- EXHIBIT 99.4 CONSOLIDATED BALANCE SHEETS AT JUNE 30, 2005 AND SEPTEMBER 30, 2004

-2-

- EXHIBIT 99.5 CONTRACT STATUS SUMMARY AT JULY 28, 2005

-3-

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

DATE: July 28, 2005

-4-

EXHIBIT INDEX

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

-5-

EXHIBIT 99.1

Houston, Texas  
28 July 2005

FOR IMMEDIATE RELEASE

Atwood Oceanics, Inc., Houston-based International Drilling Contractor,

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announced today that the Company earned net income of \$5,989,000 or \$.38 per diluted share, on revenues of \$43,589,000 for the quarter ended June 30, 2005, compared to net income of \$5,685,000 or \$.40 per diluted share, on revenues of \$48,386,000 for the quarter ended June 30, 2004. For the nine months ended June 30, 2005, the Company earned net income of \$19,350,000 or \$1.24 per diluted share, on revenues of \$130,032,000 compared to net income of \$4,243,000 or \$.30 per diluted share, on revenues of \$120,521,000 for the nine months ended June 30, 2004.

	FOR THE THREE MONTHS ENDED JUNE 30,	
	2005	2004
Revenues	\$ 43,589,000	\$ 48,386,000
Income before Income Taxes	5,933,000	8,589,000
(Provision) Benefit for Income Taxes	56,000	(2,904,000)
Net Income	5,989,000	5,685,000
Earnings per Common Share -		
Basic	0.39	0.41
Diluted	0.38	0.40
Weighted Average Shares		
Outstanding -		
Basic	15,242,000	13,860,000
Diluted	15,650,000	14,073,000
	FOR THE NINE MONTHS ENDED JUNE 30,	
	2005	2004
Revenues	\$ 130,032,000	\$ 120,521,000
Income before Income Taxes	20,176,000	10,760,000
Provision for Income Taxes	(826,000)	(6,517,000)
Net Income (Loss)	19,350,000	4,243,000
Earnings (Loss) per Common Share -		
Basic	1.27	0.31
Diluted	1.24	0.30
Weighted Average Shares		
Outstanding -		
Basic	15,178,000	13,858,000
Diluted	15,572,000	13,999,000

Contact: Jim Holland  
(281) 749-7804

-6-

EXHIBIT 99.2

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

Three Months Ended

Nine Months Ended

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	June 30,		June 30,	
	2005	2004	2005	2004
	(Unaudited)		(Unaudited)	
<b>REVENUES:</b>				
Contract drilling	\$ 43,589	\$ 48,386	\$ 122,376	\$ 120,520
Business interruption proceeds	-	-	7,656	-
	-----	-----	-----	-----
	43,589	48,386	130,032	120,520
	-----	-----	-----	-----
<b>COSTS AND EXPENSES:</b>				
Contract drilling	25,863	26,572	74,667	70,510
Depreciation	6,764	7,898	19,929	23,580
General and administrative	3,224	3,008	9,814	8,680
	-----	-----	-----	-----
	35,851	37,478	104,410	102,780
	-----	-----	-----	-----
OPERATING INCOME	7,738	10,908	25,622	17,730
	-----	-----	-----	-----
<b>OTHER INCOME (EXPENSE)</b>				
Interest expense	(1,913)	(2,330)	(5,658)	(6,990)
Interest income	108	11	212	20
	-----	-----	-----	-----
	(1,805)	(2,319)	(5,446)	(6,970)
	-----	-----	-----	-----
INCOME BEFORE INCOME TAXES	5,933	8,589	20,176	10,760
PROVISION (BENEFIT) FOR INCOME TAXES	(56)	2,904	826	6,510
	-----	-----	-----	-----
NET INCOME	\$5,989	\$5,685	\$19,350	\$4,250
	=====	=====	=====	=====
<b>EARNINGS PER COMMON SHARE:</b>				
Basic	\$0.39	\$0.41	\$1.27	\$0.39
Diluted	0.38	0.40	1.24	0.39
<b>AVERAGE COMMON SHARES OUTSTANDING:</b>				
Basic	15,242	13,860	15,178	13,850
Diluted	15,650	14,073	15,572	13,990

-7-

EXHIBIT 99.3

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

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FOR THE THREE MONTHS ENDED  
JUNE 30, 2005

	REVENUES	DRILLING COSTS
	-----	-----
	(In Millions)	
ATWOOD EAGLE	\$ 8.7	\$ 5.3
ATWOOD FALCON	7.7	3.9
ATWOOD BEACON	5.9	2.1
VICKSBURG	5.8	2.2
ATWOOD HUNTER	5.6	3.1
SEAHAWK	2.4	2.5
ATWOOD SOUTHERN CROSS	2.8	2.7
RICHMOND	3.0	2.5
OTHER	1.7	1.6
	-----	-----
	43.6	25.9
	=====	=====

FOR THE NINE MONTHS ENDED  
JUNE 30, 2005

	REVENUES	DRILLING COSTS
	-----	-----
	(In Millions)	
ATWOOD EAGLE	\$ 26.7	\$ 16.0
ATWOOD FALCON	20.8	10.0
ATWOOD BEACON	18.2	6.4
VICKSBURG	17.8	6.6
ATWOOD HUNTER	16.4	8.6
SEAHAWK	9.6	7.3
ATWOOD SOUTHERN CROSS	9.1	8.0
RICHMOND	8.3	6.6
OTHER	3.1	5.2
	-----	-----
	130.0	74.7
	=====	=====

-8-

EXHIBIT 99.4

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

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JUN. 30, 2005                      SEP. 30, 2004  
(Unaudited)

ASSETS

CURRENT ASSETS:

Cash and cash equivalents	\$26,018	\$16,416
Accounts receivable	30,258	32,475
Insurance receivable	1,111	25,433
Inventories of materials and supplies	15,138	12,648
Deferred tax assets	20	290
Prepaid expenses and other	3,726	5,704
	-----	-----
Total Current Assets	76,271	92,966
	-----	-----

NET PROPERTY AND EQUIPMENT	402,870	401,141
	-----	-----

DEFERRED COSTS AND OTHER ASSETS	3,611	4,829
	-----	-----

	\$482,752	\$498,936
	=====	=====

LIABILITIES AND SHAREHOLDERS' EQUITY

CURRENT LIABILITIES:

Current maturities of notes payable	\$36,000	\$36,000
Accounts payable	5,436	9,398
Accrued liabilities	4,771	13,822
Deferred Credits	1,199	833
	-----	-----
Total Current Liabilities	47,406	60,053
	-----	-----

LONG-TERM NOTES PAYABLE, net of current maturities:	63,000	145,000
	-----	-----
	63,000	145,000
	-----	-----

OTHER LONG TERM LIABILITIES

Deferred income taxes	18,330	18,930
Deferred credits and other	2,454	3,364
	-----	-----
	20,784	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 15,242,000 issued and outstanding	15,242	13,873
Paid-in capital	117,171	57,917
Retained earnings	219,149	199,799
	-----	-----
Total Shareholders' Equity	351,562	271,589
	-----	-----

	\$482,752	\$498,936
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-9-

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

NAME OF RIG -----	LOCATION -----	CUSTOMER -----	CONTRACT STATUS -----
SEMISUBMERSIBLES - -----			
ATWOOD FALCON	JAPAN	JAPAN ENERGY DEVELOPMENT CO. LTD.	The rig is currently work program for Japan Energy drilling of these two wel September/October 2005 to completion of the Japan E return to Malaysia to dri for Sarawak Shell after S drill six (6) additional thirteen (13) firm wells the second half of fiscal
ATWOOD HUNTER	EGYPT	BURULLUS GAS CO. ("BURULLUS")	The rig continues to work drilling program for Buru take until November 2005 of the current drilling p working under a new drill which includes the drilli Burullus off the cost of take 150 to 270 days to c
ATWOOD EAGLE	AUSTRALIA	WOODSIDE ENERGY, LTD. ("WOODSIDE")	The rig is currently dril ten-well (10) program for Woodside drilling program from BHP Billiton Petrole drilling program includes option to drill one (1) a been awarded a second con (8) firm wells with optio wells off the Northwest c of the option wells are d and BHP drilling programs half of fiscal year 2007.
SEAHAWK	MALAYSIA	SARAWAK SHELL BERHAD / SABAH SHELL PETROLEUM COMPANY LIMITED ("SHELL")	The rig is currently work Shell under a contract th rig commences preparatio in 2006 for Amerada Hess ("Hess"). The Hess contr 730 days with four option



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-10-

ATWOOD SOUTHERN CROSS	ENROUTE TO THE MEDITERRAN-EAN SEA	BG INTERNATIONAL LIMITED ("BG")	The rig is in the process Mediterranean Sea. The r the Eastern Mediterranean will drill one well each expected to take until mi complete. Upon completin wells, the rig will enter 40 days for required insp certifications and equipm drilling two firm wells f AGIP having an option to If all three AGIP wells a until May/June 2006 to co
		ISRAMCO	
		ENI SpA AGIP EXPLORATION & PRODUCTION DIVISION ("AGIP")	
SEASCOUT	UNITED STATES GULF OF MEXICO		The SEASCOUT was purchase conversion to a tender-as SEAHAWK. There are curre rig is currently coldstac
CANTILEVER JACK-UPS - ----- VICKSBURG	MALAYSIA	EXXONMOBIL EXPLORATION & PRODUCTION MALAYSIA INC. ("EMEPMI")	In October 2004, the rig seventeen month program f its right to terminate th days notice. The EMEPMI completed during the first 2006. Immediately, upon contract, the rig will co plus one (1) option well Exploration and Productio Myanmar. Including movin option well is drilled, t could extend approximatel
ATWOOD BEACON	VIETNAM	HOANG LONG AND HOAN VU JOINT OPERATING COMPANIES ("HOANG LONG")	The rig is currently work for Hoang Long which incl firm wells, with options wells. The drilling of t expected to take until Fe and if the two (2) remain the contract could extend
SUBMERSIBLE - ----- RICHMOND	UNITED STATES GULF OF MEXICO	HELIS OIL & GAS COMPANY ("HELIS")	The rig is currently drill Helis contract. Upon com will have five (5) additi Helis. The current drill keep the rig employed unt

-11-

MODULAR PLATFORMS -  
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GOODWYN 'A' /NORTH  
RANKIN 'A'

AUSTRALIA

WOODSIDE ENERGY LTD.

These are client-owned rigs. The Rankin 'A' rig is presently being refurbished and is expected to be returned to service approximately one-year down. The Goodwyn 'A' rig is presently being overhauled and is expected to commence around March 2001. There is an indefinite planned break in service for the Rankin 'A' rig. The Company is currently in the process of completing maintenance of these two rigs.

-12-