

ATWOOD OCEANICS INC  
Form 4  
August 09, 2013

**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 \*  
Smith Barry Michael

(Last) (First) (Middle)  
15835 PARK TEN PLACE DRIVE  
(Street)

HOUSTON, TX 77084

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
ATWOOD OCEANICS INC [ATW]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/08/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Vice President - Technical Ser

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

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	08/08/2013	08/08/2013	M	3,328 A \$ 41.6	39,680	D	
Common Stock	08/08/2013	08/08/2013	S	3,328 D \$ 58.8912	36,352	D	
Common Stock	08/08/2013	08/08/2013	M	7,000 A \$ 14.65	43,352	D	
Common Stock	08/08/2013	08/08/2013	S	7,000 D \$ 58.8912	36,352	D	
Common Stock	08/08/2013	08/08/2013	M	5,100 A \$ 21.41	41,452	D	

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Common Stock	08/08/2013	08/08/2013	S	5,100	D	\$ 58.8912	36,352	D
Common Stock	08/08/2013	08/08/2013	M	1,824	A	\$ 44.75	38,176	D
Common Stock	08/08/2013	08/08/2013	S	1,824	D	\$ 58.8912	36,352	D
Common Stock	08/08/2013	08/08/2013	M	9,461	A	\$ 35.69	45,813	D
Common Stock	08/08/2013	08/08/2013	S	9,461	D	\$ 58.8912	36,352	D
Common Stock	08/08/2013	08/08/2013	M	6,392	A	\$ 37.41	42,744	D
Common Stock	08/08/2013	08/08/2013	S	6,392	D	\$ 58.8912	36,352	D
Common Stock	08/08/2013	08/08/2013	S	18,548	D	\$ 58.8587	17,804 <sup>(1)</sup>	D

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) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Nonqualified Stock Options	\$ 41.6	08/08/2013	08/08/2013	M	3,328	<u>(2)</u> 12/09/2021	Atwood Oceanics, Inc. Common Stock	3,328
Nonqualified Stock Options	\$ 14.65	08/08/2013	08/08/2013	M	7,000	<u>(2)</u> 12/04/2018	Atwood Oceanics, Inc.	7,000



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These options were granted for a term of ten (10) years pursuant to the Atwood Oceanics, Inc. 2001 Plan with twenty-five percent (25%) of such options becoming exercisable at each of one (1) year, two (2) years, three (3) years and four (4) years respectively from the date of grant.

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.