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ATWOOD OCEANICS INC  
Form S-8 POS  
March 28, 2007

As filed with the Securities and Exchange Commission on March 27, 2007

Registration No. 33-52065

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

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POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-8

REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

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

TEXAS  
(State or other jurisdiction of  
incorporation or organization)

74-1611874  
(I. R. S. Employer  
Identification No.)

15835 PARK TEN PLACE DRIVE  
HOUSTON, TEXAS 77084  
(Address of principal executive offices)

ATWOOD OCEANICS, INC.  
1990 STOCK OPTION PLAN  
(Full title of the plan)

JAMES M. HOLLAND  
SENIOR VICE PRESIDENT AND CHIEF FINANCIAL OFFICER  
ATWOOD OCEANICS, INC.  
15835 PARK TEN PLACE DRIVE  
HOUSTON, TEXAS 77084  
(281) 749-7800  
(Name, address and telephone number of agent for service)

Copies to:

STRASBURGER & PRICE, L.L.P.  
1401 MCKINNEY ST., STE 2200  
HOUSTON, TEXAS 77010  
(713) 951-5600  
ATTN: W. GARNEY GRIGGS, ESQ.

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DEREGISTRATION OF SECURITIES

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This Post-Effective Amendment No. 1 relates to the Registration Statement on Form S-8, Registration No. 33-52065, filed on January 28, 1994 (the "Registration Statement"), pertaining to common shares of Atwood Oceanics, Inc. (the "Registrant") to be offered under the Atwood Oceanics, Inc. 1990 Stock Option Plan.

The Registrant hereby removes and withdraws from registration all of its securities registered pursuant to this Registration Statement that remain unissued.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, Atwood Oceanics, Inc. certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this amendment to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on March 27, 2007.

ATWOOD OCEANICS, INC.

/s/ James M. Holland

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James M. Holland  
Senior Vice President,  
Chief Financial Officer,  
Chief Accounting Officer and  
Secretary

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

/s/ JOHN R. IRWIN

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JOHN R. IRWIN  
President, Chief Executive  
Officer and Director  
(Principal Executive Officer)

Date: March 27, 2007

/s/ JAMES M. HOLLAND

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JAMES M. HOLLAND  
Senior Vice President  
and Chief Financial Officer  
(Principal Financial and  
Accounting Officer)

Date: March 27, 2007

/s/ ROBERT W. BURGESS

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ROBERT W. BURGESS  
Director

Date: March 27, 2007

/s/ GEORGE S. DOTSON

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GEORGE S. DOTSON  
Director

Date: March 27, 2007

/s/ HANS HELMERICH

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HANS HELMERICH  
Director

Date: March 26, 2007

/s/ WILLIAM J. MORRISSEY

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WILLIAM J. MORRISSEY  
Director

Date: March 27, 2007

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/s/ DEBORAH A. BECK

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DEBORAH A. BECK  
Director

Date: March 22, 2007

/s/ JAMES R. MONTAGUE

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JAMES R. MONTAGUE  
Director

Date: March 27, 2007