

ROWAN COMPANIES INC
Form 4
August 10, 2007

FORM 4

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

OMB APPROVAL

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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 *
CROYLE ROBERT G

(Last) (First) (Middle)

2800 POST OAK BLVD, SUITE 5450

(Street)

HOUSTON, TX 77056

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ROWAN COMPANIES INC [RDC]

3. Date of Earliest Transaction (Month/Day/Year)
08/08/2007

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)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | Code | V | Amount | | |
| Common Stock | 08/08/2007 | | S | | 900 | D | \$ 38.779 74,058 D |
| Common Stock | 08/08/2007 | | S | | 300 | D | \$ 38.789 73,759 D |
| Common Stock | 08/08/2007 | | S | | 1,064 | D | \$ 38.84 72,694 D |
| Common Stock | 08/08/2007 | | S | | 1,800 | D | \$ 38.85 70,894 D |
| Common Stock | 08/08/2007 | | S | | 1,400 | D | \$ 38.86 69,494 D |

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| | | | | | | | |
|--------------|------------|---|------------------------------|---|-----------|---------|---|
| Common Stock | 08/08/2007 | S | 236 | D | \$ 38.87 | 69,258 | D |
| Common Stock | 08/08/2007 | S | 200 | D | \$ 38.89 | 69,058 | D |
| Common Stock | 08/08/2007 | S | 200 | D | \$ 38.9 | 68,858 | D |
| Common Stock | 08/08/2007 | S | 200 | D | \$ 38.91 | 68,658 | D |
| Common Stock | 08/08/2007 | S | 900 | D | \$ 38.93 | 67,758 | D |
| Common Stock | 08/08/2007 | S | 1,500 | D | \$ 38.94 | 66,258 | D |
| Common Stock | 08/08/2007 | S | 3,700 | D | \$ 38.95 | 62,558 | D |
| Common Stock | 08/08/2007 | S | 1,100 | D | \$ 38.96 | 61,458 | D |
| Common Stock | 08/08/2007 | S | 100 | D | \$ 38.965 | 61,358 | D |
| Common Stock | 08/08/2007 | S | 2,000 | D | \$ 38.97 | 59,358 | D |
| Common Stock | 08/08/2007 | C | <u>35,009</u> ⁽¹⁾ | A | \$ 28.25 | 94,367 | D |
| Common Stock | 08/08/2007 | C | <u>16,807</u> ⁽²⁾ | A | \$ 29.75 | 111,174 | D |
| Common Stock | 08/08/2007 | M | 60,000 | A | \$ 32 | 171,174 | D |
| Common Stock | 08/08/2007 | M | 23,300 | A | \$ 24.98 | 194,474 | D |
| Common Stock | 08/08/2007 | S | 200 | D | \$ 38.98 | 194,274 | D |
| Common Stock | 08/08/2007 | S | 100 | D | \$ 38.99 | 194,174 | D |
| Common Stock | 08/08/2007 | S | 100 | D | \$ 38.995 | 194,074 | D |
| Common Stock | 08/08/2007 | S | 600 | D | \$ 38.999 | 193,474 | D |
| Common Stock | 08/08/2007 | S | 1,825 | D | \$ 39 | 191,649 | D |
| Common Stock | 08/08/2007 | S | 100 | D | \$ 39.005 | 191,549 | D |
| | 08/08/2007 | S | 500 | D | | 191,049 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|-----------|---------|---|
| Common Stock | | | | | \$ | 39.009 | |
| Common Stock | 08/08/2007 | S | 2,975 | D | \$ 39.01 | 188,074 | D |
| Common Stock | 08/08/2007 | S | 200 | D | \$ 39.029 | 187,874 | D |
| Common Stock | 08/08/2007 | S | 500 | D | \$ 39.03 | 187,374 | D |
| Common Stock | 08/08/2007 | S | 2,700 | D | \$ 39.05 | 184,674 | 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Convertible Debenture | \$ 28.25 | 08/08/2007 | | C | \$ 989,000 | 04/27/2001 ⁽¹⁾ 04/27/2010 | Common Stock 3 |
| Convertible Debenture | \$ 29.75 | 08/08/2007 | | C | \$ 500,000 | 04/24/1999 ⁽²⁾ 04/24/2008 | Common Stock 10 |
| Employee stock option (right to buy) | \$ 32 | 08/08/2007 | | M | 60,000 | 04/26/2002 ⁽³⁾ 04/26/2011 | Common Stock 60 |
| Employee stock option (right to buy) | \$ 24.98 | 08/08/2007 | | M | 23,300 | 05/17/2006 ⁽⁴⁾ 05/17/2015 | Common Stock 23 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

CROYLE ROBERT G
2800 POST OAK BLVD
SUITE 5450
HOUSTON, TX 77056

X

Signatures

/s/ Melanie M. Trent,
Attorney-in-Fact

08/10/2007

__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) This transaction relates to the conversion of a \$989,000 convertible debenture issued on April 27, 2000. Such debenture became exercisable in four equal annual installments commencing on the anniversary date of grant and had a ten year term.
 - (2) This transaction relates to the conversion of a \$500,000 convertible debenture issued on April 24, 1998. Such debenture became exercisable in four equal annual installments commencing on the anniversary date of grant and had a ten year term.
 - (3) This option vested in four equal annual installments commencing on April 26, 2002.
This terms of this option provided for vesting in four annual installments commencing on May 17, 2006; however, upon the reporting
 - (4) person's retirement from the company, the vesting of all remaining unvested stock options held by the reporting person was accelerated to December 31, 2006.

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