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ATWOOD OCEANICS INC
Form 8-K
July 31, 2002

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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: July 31, 2002

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

COMMISSION FILE NUMBER 1-13167

TEXAS
(State or other jurisdiction of
incorporation or organization)

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

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

77084
(Zip Code)

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

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ITEM 7. EXHIBITS

- EXHIBIT 99.1 PRESS RELEASE DATED JULY 31, 2002
- EXHIBIT 99.2 CONSOLIDATED STATEMENT OF OPERATIONS FOR THE THREE MONTHS AND NINE MONTHS ENDED JUNE 30, 2002 AND 2001
- EXHIBIT 99.3 ANALYSIS OF CONTRACT REVENUES AND DRILLING COSTS FOR THE QUARTER AND NINE MONTHS ENDED JUNE 30, 2002
- EXHIBIT 99.4 CONSOLIDATED BALANCE SHEETS AT JUNE 30, 2002 AND SEPTEMBER 30, 2001
- EXHIBIT 99.5 CONTRACT STATUS SUMMARY AT JULY 31, 2002

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ITEM 9. REGULATION FD DISCLOSURE

ON JULY 31, 2002, THE COMPANY ANNOUNCED ITS EARNINGS FOR THE FISCAL YEAR 2002 THIRD QUARTER ENDED JUNE 30, 2002. 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.

THE 5,000 FEET WATER-DEPTH UPGRADE OF THE ATWOOD EAGLE CONTINUES ON SCHEDULE AT A SHIPYARD FACILITY IN GREECE, WITH ESTIMATED COMPLETION IN OCTOBER/NOVEMBER, 2002. THE RICHMOND HAS BEEN AWARDED A CONTRACT TO DRILL ONE FIRM WELL (ESTIMATED TO TAKE 30 DAYS TO COMPLETE) FOLLOWING COMPLETION OF ITS CURRENT CONTRACT. THE RIG'S CURRENT FIRM DRILLING PROGRAMS COULD BE COMPLETED IN LATE SEPTEMBER 2002 UNLESS THE CURRENT OPERATOR EXERCISES AN OPTION TO DRILL ONE MORE WELL. THE OPTION WELL, IF DRILLED, COULD ADD ANOTHER 45 DAYS OF DRILLING COMMITMENTS.

THE VICKSBURG IS CURRENTLY DRILLING FOR CARIGALI-TRITON OPERATING COMPANY ("CTOC") IN THE MALAYSIA-THAILAND JOINT DEVELOPMENT AREA. CTOC HAS ADVISED THE COMPANY THAT IT WILL SUSPEND ITS CURRENT DRILLING ACTIVITIES UPON COMPLETION OF THE CURRENT DRILLING PROGRAM, WHICH IS EXPECTED TO BE CONCLUDED IN SEPTEMBER 2002. THE COMPANY HAS RECEIVED A "NOTICE OF CONTRACT AWARD", SUBJECT TO EXECUTION OF A DEFINITIVE CONTRACT, FOR A TERM DRILLING PROGRAM FOR THE VICKSBURG TO COMMENCE IN MALAYSIA IMMEDIATELY FOLLOWING THE SUSPENSION OF THE RIG'S CURRENT CONTRACT.

ADDITIONAL INFORMATION WITH RESPECT TO THE COMPANY'S CONSOLIDATED STATEMENTS OF OPERATIONS FOR THE THREE MONTHS AND NINE MONTHS ENDED JUNE 30, 2002 AND 2001, AN ANALYSIS OF CONTRACT REVENUES AND DRILLING COSTS FOR THE QUARTER AND NINE MONTHS ENDED JUNE 30, 2002, CONSOLIDATED BALANCE SHEETS AT JUNE 30, 2002 AND SEPTEMBER 30, 2001 AND CONTRACT STATUS SUMMARY AT JULY 31, 2002 ARE ATTACHED HERETO AS EXHIBITS 99.2, 99.3, 99.4 AND 99.5, RESPECTIVELY, WHICH ARE BEING FURNISHED IN ACCORDANCE WITH RULE 101 (E) (1) UNDER REGULATION FD AND SHOULD NOT BE DEEMED TO BE FILED.

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; the Company's dependence on the oil and gas industry; the risks involved in upgrade to the Company's rigs; competition; operating risks; risks involved in foreign operations; risks associated with possible disruption in operations due to terrorism; 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, 2001, filed with the Securities and Exchange Commission.

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.

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ATWOOD OCEANICS, INC.
(Registrant)

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

DATE: July 31, 2002

EXHIBIT INDEX

| EXHIBIT NO. ----- | DESCRIPTION ----- |
|----------------------|---|
| 99.1 | Press Release dated July 31, 2002 |
| 99.2 | Consolidated Statements of Operations for the Three Months and Nine Months ended June 30, 2002 and 2001 |
| 99.3 | Analysis of Contract Revenues and Drilling Costs for the quarter and nine months ended June 30, 2002 |
| 99.4 | Consolidated Balance Sheets at June 30, 2002 and September 30, 2001 |
| 99.5 | Contract Status Summary at July 31, 2002 |

EXHIBIT 99.1

HOUSTON, TEXAS
31 JULY 2002

FOR IMMEDIATE RELEASE

FOR IMMEDIATE RELEASE:

ATWOOD OCEANICS, INC., HOUSTON-BASED INTERNATIONAL DRILLING CONTRACTOR ANNOUNCED TODAY THAT THE COMPANY AND ITS SUBSIDIARIES REPORTED A NET INCOME OF USD 6,132,000 OR USD .44 PER DILUTED SHARE, ON CONTRACT REVENUES OF USD 37,402,000 FOR THE QUARTER ENDED JUNE 30, 2002, COMPARED TO A NET INCOME OF USD 5,485,000 OR USD .39 PER DILUTED SHARE, ON CONTRACT REVENUES OF USD 34,944,000 FOR THE QUARTER ENDED JUNE 30, 2001. DURING THE FIRST NINE MONTHS OF 2002, THE COMPANY RECORDED A NET INCOME OF USD 21,120,000 OR USD 1.51 PER DILUTED SHARE, ON CONTRACT REVENUES OF USD 118,376,000 COMPARED TO A NET INCOME OF USD 19,555,000 OR USD 1.40 PER DILUTED SHARE, ON CONTRACT REVENUES OF USD

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111,594,000 IN THE FIRST NINE MONTHS OF 2001.

COMPARED FIGURES ARE AS FOLLOWS:

| FOR THE QUARTER ENDED JUNE 30: | 2002 ---- | 2001 ---- |
|---------------------------------------|-----------------|-----------------|
| CONTRACT REVENUES | USD 37,402,000 | USD 34,944,000 |
| INCOME BEFORE INCOME TAXES | 9,174,000 | 8,410,000 |
| NET INCOME | 6,132,000 | 5,485,000 |
| EARNINGS PER COMMON SHARE - | | |
| BASIC | .44 | .40 |
| DILUTED | .44 | .39 |
| WEIGHTED AVERAGE SHARES | | |
| OUTSTANDING - | | |
| BASIC | 13,843,000 | 13,831,000 |
| DILUTED | 14,048,000 | 13,981,000 |
| | | |
| FOR THE NINE MONTHS ENDED JUNE 30: | 2002 ---- | 2001 ---- |
| CONTRACT REVENUES | USD 118,376,000 | USD 111,594,000 |
| INCOME BEFORE INCOME TAXES | 32,276,000 | 30,742,000 |
| NET INCOME | 21,120,000 | 19,555,000 |
| EARNINGS PER COMMON SHARE - | | |
| BASIC | 1.53 | 1.41 |
| DILUTED | 1.51 | 1.40 |
| WEIGHTED AVERAGE SHARES OUTSTANDING - | | |
| BASIC | 13,839,000 | 13,827,000 |
| DILUTED | 13,984,000 | 13,971,000 |

CONTACT: JIM HOLLAND
(281) 749-7804

EXHIBIT 99.2

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

| | Three Months Ended June 30, | | Nine Month June |
|-------------------|--------------------------------|-----------|--------------------|
| | 2002 | 2001 | 2002 |
| | (Unaudited) | | (Unaudi |
| REVENUES: | | | |
| Contract drilling | \$ 37,402 | \$ 34,944 | \$118,376 |
| | ----- | ----- | ----- |

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| | | | |
|---|----------|----------|-----------|
| COSTS AND EXPENSES: | | | |
| Contract drilling | 19,493 | 17,327 | 58,912 |
| Depreciation | 5,958 | 6,342 | 18,501 |
| General and administrative | 2,336 | 2,285 | 7,500 |
| | ----- | ----- | ----- |
| | 27,787 | 25,954 | 84,913 |
| | ----- | ----- | ----- |
| OPERATING INCOME | 9,615 | 8,990 | 33,463 |
| | ----- | ----- | ----- |
| OTHER INCOME (EXPENSE) | | | |
| Interest expense | (501) | (723) | (1,387) |
| Interest income | 60 | 273 | 200 |
| Loss on sale of securities | --- | (130) | --- |
| | ----- | ----- | ----- |
| | (441) | (580) | (1,187) |
| | ----- | ----- | ----- |
| INCOME BEFORE INCOME TAXES | 9,174 | 8,410 | 32,276 |
| PROVISION FOR INCOME TAXES | 3,042 | 2,925 | 11,156 |
| | ----- | ----- | ----- |
| NET INCOME | \$ 6,132 | \$ 5,485 | \$ 21,120 |
| | ===== | ===== | ===== |
| EARNINGS PER SHARE | | | |
| Basic | \$.44 | \$.40 | \$ 1.53 |
| Diluted | \$.44 | \$.39 | \$ 1.51 |
| WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING | | | |
| Basic | 13,843 | 13,831 | 13,839 |
| Diluted | 14,048 | 13,981 | 13,984 |

(Contract drilling revenues and contract drilling costs for 2001 reflect the gross-up of mobilization revenues and costs, which were reported on a net basis prior to the adoption of Staff Accounting Bulletin 101 in the fourth quarter of 2001.)

EXHIBIT 99.3

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

FOR THE QUARTER ENDED JUNE 30, 2002

CONTRACT
DRILLING

CONTRACT
DRILLING

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| | REVENUES ----- | COSTS ----- |
|-----------------------|-------------------|----------------|
| | (In Millions) | |
| ATWOOD FALCON | \$ 8.3 | \$ 3.0 |
| ATWOOD HUNTER | 8.0 | 4.0 |
| ATWOOD SOUTHERN CROSS | 6.0 | 2.8 |
| SEAHAWK | 5.9 | 2.1 |
| VICKSBURG | 5.9 | 2.4 |
| ATWOOD EAGLE | 1.9 | 1.2 |
| RICHMOND | 1.0 | 2.2 |
| OTHER | 0.4 | 1.8 |
| | ----- | ----- |
| | \$ 37.4 | \$ 19.5 |
| | ===== | ===== |

FOR THE NINE MONTHS ENDED JUNE 30, 2002

| | CONTRACT DRILLING REVENUES ----- | CONTRACT DRILLING COSTS ----- |
|-----------------------|---|--|
| | (In Millions) | |
| ATWOOD FALCON | \$ 26.6 | \$ 7.9 |
| ATWOOD HUNTER | 19.0 | 9.0 |
| ATWOOD SOUTHERN CROSS | 17.2 | 7.8 |
| VICKSBURG | 17.0 | 6.9 |
| SEAHAWK | 16.6 | 6.2 |
| ATWOOD EAGLE | 15.2 | 9.0 |
| RICHMOND | 5.3 | 7.5 |
| OTHER | 1.5 | 4.6 |
| | ----- | ----- |
| | \$118.4 | \$ 58.9 |
| | ===== | ===== |

EXHIBIT 99.4
ATWOOD OCEANICS, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(In Thousands)

| | JUN. 30, 2002 (Unaudited) | SEP. 30, 2001 |
|---|------------------------------|---------------|
| ASSETS | | |
| CURRENT ASSETS: | | |
| Cash and cash equivalents | \$ 37,808 | \$ 12,621 |
| Accounts receivable | 25,821 | 19,815 |
| Inventories of materials and supplies at lower of average cost or market | 9,369 | 9,111 |
| Deferred tax assets | 780 | 780 |

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| | | |
|--|---------|---------|
| Prepaid expenses | 2,744 | 3,394 |
| | ----- | ----- |
| Total Current Assets | 76,522 | 45,721 |
| | ----- | ----- |
| PROPERTY AND EQUIPMENT: | | |
| Drilling vessels, equipment and drill pipe | 565,072 | 497,821 |
| Other | 9,129 | 8,768 |
| | ----- | ----- |
| | 574,201 | 506,589 |
| | | |
| Less-accumulated depreciation | 218,704 | 200,335 |
| | ----- | ----- |
| Net Property and Equipment | 355,497 | 306,254 |
| | ----- | ----- |
| DEFERRED COSTS AND OTHER ASSETS | 2,875 | 1,903 |
| | ----- | ----- |
| | 434,894 | 353,878 |
| | ===== | ===== |
| LIABILITIES AND SHAREHOLDERS' EQUITY | | |
| CURRENT LIABILITIES: | | |
| Current maturities of notes payable | --- | --- |
| Accounts payable | 9,017 | 8,055 |
| Accrued liabilities | 12,623 | 12,609 |
| | ----- | ----- |
| Total Current Liabilities | 21,640 | 20,664 |
| | ----- | ----- |
| LONG-TERM NOTES PAYABLE, net of current maturities: | 120,000 | 60,000 |
| | ----- | ----- |
| | 120,000 | 60,000 |
| | ----- | ----- |
| DEFERRED CREDITS: | | |
| Income taxes | 15,850 | 13,600 |
| Other | 8,467 | 11,978 |
| | ----- | ----- |
| | 24,317 | 25,578 |
| | ----- | ----- |
| SHAREHOLDER'S EQUITY | | |
| Preferred stock no par value; 1,000,000 shares authorized, none outstanding | --- | --- |
| Common stock, \$1 par value, 20,000,000 shares authorized with 13,845,000 and 13,832,000 issued and outstanding at Jun. 30, 2002 and Sep. 30, 2001, respectively | 13,845 | 13,832 |
| Paid-in capital | 57,243 | 57,075 |
| Retained earnings | 197,849 | 176,729 |
| | ----- | ----- |
| Total Shareholders' Equity | 268,937 | 247,636 |

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\$ 434,894
=====

\$ 353,878
=====

EXHIBIT 99.5
ATWOOD OCEANICS, INC. AND SUBSIDIARIES
CONTRACT STATUS SUMMARY
AT JULY 31, 2002

| NAME OF RIG ----- | LOCATION ----- | CUSTOMER ----- | CONTRACT STATUS ----- |
|-----------------------------|---------------------------------|---|---|
| SEMISUBMERSIBLES - ----- | | | |
| ATWOOD FALCON | MALAYSIA | SARAWAK SHELL BERHAD/SABAH SHELL PETROLEUM COMPANY LTD. | The rig is conducting a drilling Shell Berhad and Sabah Shell Pe The drilling contract includes with options to drill five addi completion of the Shell contrac (estimated October 2002), the r commence a program providing fo options to drill three addition |
| ATWOOD HUNTER | EGYPT | BURULLUS GAS COMPANY | The rig commenced an eleven-wel estimated to be completed in Oc to commence following completio being pursued internationally. |
| ATWOOD EAGLE | SHIPYARD IN GREECE | | The rig is currently undergoing water-depth upgrade and refurbi approximately six months shipya (October/November 2002). Contr following the rig's upgrade are |
| SEAHAWK | MALAYSIA | EXXONMOBIL EXPLORATION & PRODUCTION MALAYSIA INC. | The rig's current contract term option for the Operator to exte |
| ATWOOD SOUTHERN CROSS | MEDITERRANEAN SEA | OIL FIELDS LTD./ ENI S.P.A. - AGIP DIVISION | The rig is currently undergoing and upgrades for the AGIP contr one-well contract for Oil Field estimated to take 30 days to co Oil Fields Ltd. contract, the r commence a two-well plus one op - AGIP division, which is estim complete. |
| SEASCOUT | UNITED STATES GULF OF MEXICO | | The SEASCOUT was purchased in D to a tender-assist unit, simila acceptable contract opportunity |

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CANTILEVER JACK-UPS -

VICKSBURG

MALAYSIA -
THAILAND
JOINT
DEVELOPMENT
AREA

CARIGALI-TRITON
OPERATING
COMPANY
("CTOC")

The rig's current contract is e
September 2002 due to CTOC susp
activities. The Company has re
Award", subject to execution of
drilling program for the rig to
following the suspension of its

ATWOOD BEACON

UNDER CONSTRUCTION

The Company expects the constru
drilling unit to be completed i

SUBMERSIBLE -

RICHMOND

UNITED STATES
GULF OF MEXICO

EL PASO
PRODUCTION OIL
& GAS

The rig's current contract is e
2002 unless the current operato
more well, which, if drilled co
commitments. The rig has been
Drilling Technology Inc. to dri
30 days to complete) following

MODULAR PLATFORMS -

GOODWYN 'A' /
NORTH RANKIN 'A'

AUSTRALIA

WOODSIDE ENERGY LTD.

There is currently an indefinit
activity for the two client-own
The Company is involved in main
drilling programs.