

Jimenez Luis
Form 4
February 06, 2013

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 *
Jimenez Luis

(Last) (First) (Middle)

15835 PARK TEN PLACE
DRIVE, P.O. BOX 218350 (77418)

(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)

02/06/2013

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, Human Resource

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		
Common Stock	02/06/2013	02/06/2013	M	4,672	A \$ 44.75	21,891	D
Common Stock	02/06/2013	02/06/2013	S	4,672	D \$ 53	17,219	D
Common Stock	02/06/2013	02/06/2013	M	1,750	A \$ 14.65	18,969	D
Common Stock	02/06/2013	02/06/2013	S	1,750	D \$ 53	17,219	D
Common Stock	02/06/2013	02/06/2013	M	2,570	A \$ 35.69	19,789	D

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Common Stock	02/06/2013	02/06/2013	S	2,050	D	\$ 53	17,739	D
Common Stock	02/06/2013	02/06/2013	M	2,753	A	\$ 37.41	20,492	D
Common Stock	02/06/2013	02/06/2013	S	2,251	D	\$ 53	18,241	D
Common Stock	02/06/2013	02/06/2013	M	2,811	A	\$ 41.6	21,052	D
Common Stock	02/06/2013	02/06/2013	S	2,438	D	\$ 53	18,614 ⁽¹⁾	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)	Amount or Number of Shares		
				Code	V	(A)	(D)			
Nonqualified Stock Options	\$ 44.75	02/06/2013	02/06/2013	M		4,672	<u>(2)</u>	12/06/2017	Atwood Oceanics, Inc. Common Stock	4,672
Nonqualified Stock Options	\$ 14.65	02/06/2013	02/06/2013	M		1,750	<u>(2)</u>	12/04/2018	Atwood Oceanics, Inc. Common Stock	1,750
Nonqualified Stock Options	\$ 35.69	02/06/2013	02/06/2013	M		2,570	<u>(2)</u>	12/03/2019	Atwood Oceanics, Inc. Common Stock	2,570

