

FABRIKANT CHARLES  
Form 4  
March 02, 2006

**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 \*  
**FABRIKANT CHARLES**

2. Issuer Name and Ticker or Trading Symbol  
**DIAMOND OFFSHORE DRILLING INC [DO]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**460 PARK AVENUE, 12TH FLOOR**

3. Date of Earliest Transaction (Month/Day/Year)  
**03/01/2006**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)  
**NEW YORK, NY 10022**

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

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

(City) (State) (Zip)

**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)	
				Code	V	Amount				(A) or (D)
Common Stock	03/01/2006		M		500	A	\$ 49.68	500	D	
Common Stock	03/01/2006		S		500	D	\$ 79.4505	0	D	
Common Stock	03/01/2006		M		500	A	\$ 53.6	500	D	
Common Stock	03/01/2006		S		500	D	\$ 79.4505	0	D	
Common Stock	03/01/2006		M		500	A	\$ 61.9	500	D	

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Common Stock	03/01/2006	S	500	D	\$ 79.4505	0	D	
Common Stock	03/01/2006	M	500	A	\$ 69.38	500	D	
Common Stock	03/01/2006	S	500	D	\$ 79.4505	0	D	
Common Stock	03/01/2006	S	44,000	D	\$ 79.3909	0	I	By SEACOR Holdings Inc. <sup>(1)</sup>

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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)	8. P Derivative Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 49.68	03/01/2006		M	500	04/01/2005	04/01/2015	Common Stock	500
Stock Option (right to buy)	\$ 53.6	03/01/2006		M	500	07/01/2005	07/01/2015	Common Stock	500
Stock Option (right to buy)	\$ 61.9	03/01/2006		M	500	10/03/2005	10/03/2015	Common Stock	500
Stock Option	\$ 69.38	03/01/2006		M	500	01/03/2006	01/03/2016	Common Stock	500

(right to  
buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FABRIKANT CHARLES 460 PARK AVENUE 12TH FLOOR NEW YORK, NY 10022	X			

## Signatures

/s/ William C. Long Attorney-in-Fact for Charles L.  
Fabrikant

03/02/2006

\_\_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).

Formerly SEACOR SMIT, INC. The reporting person disclaims beneficial ownership of these securities, and this report shall not be  
(1) deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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