

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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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 \*  
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  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)

Vice President, Human Resource

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ 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 <sup>(1)</sup>	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 Securities (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Nonqualified Stock Options	\$ 44.75	02/06/2013	02/06/2013	M	4,672	<sup>(2)</sup> 12/06/2017	Atwood Oceanics, Inc. Common Stock 4,672
Nonqualified Stock Options	\$ 14.65	02/06/2013	02/06/2013	M	1,750	<sup>(2)</sup> 12/04/2018	Atwood Oceanics, Inc. Common Stock 1,750
Nonqualified Stock Options	\$ 35.69	02/06/2013	02/06/2013	M	2,570	<sup>(2)</sup> 12/03/2019	Atwood Oceanics, Inc. Common Stock 2,570

Nonqualified Stock Options	\$ 37.41	02/06/2013	02/06/2013	M	2,753	(2)	12/09/2020	Atwood Oceanics, Inc. Common Stock	2,753
Nonqualified Stock Options	\$ 41.6	02/06/2013	02/06/2013	M	2,811	(2)	12/09/2021	Atwood Oceanics, Inc. Common Stock	2,811

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jimenez Luis 15835 PARK TEN PLACE DRIVE P.O. BOX 218350 (77418) HOUSTON, TX 77084			Vice President, Human Resource	

## Signatures

/s/ Luis Jimenez, Walter A. Baker By Power of Attorney 02/06/2013

\_\_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) Represents the total number of shares of Common Stock held by the Reporting Person subsequent to the transaction reported hereby. These options were granted for a term of ten (10) years pursuant to the Atwood Oceanics, Inc. 2007 Plan with twenty-five percent (25%) of such options becoming exercisable at each of one (1) year, two (2) years, three (3) years and four (4) years respectively from the date of grant.
- (3) Represents the total number of Nonqualified Stock Options held by the reporting person with the same exercise price and expiration date subsequent to the transaction reported hereby.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.