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ROWAN COMPANIES INC  
Form 8-K  
March 21, 2003

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 REPORT (DATE OF EARLIEST EVENT REPORTED): MARCH 21, 2003

ROWAN COMPANIES, INC.  
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

DELAWARE  
(STATE OR OTHER JURISDICTION OF INCORPORATION)

1-5491 75-0759420  
(COMMISSION FILE NUMBER ) (IRS EMPLOYER IDENTIFICATION NO.)

2800 POST OAK BOULEVARD  
SUITE 5450  
HOUSTON, TEXAS 77056-6127  
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICE, INCLUDING ZIP CODE)

(713) 621-7800  
(REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE)

Item 5. Other Events

Rowan Companies, Inc. (the "Company"), has appointed Computershare Trust Co, Inc., as successor rights agent to replace the existing Rights Agent, Citibank, N.A., under the Amended and Restated Rights Agreement dated January 24, 2002 (the "Rights Agreement"). The Company has amended the Rights Agreement to reflect this replacement.

Item 7. Financial Statements and Exhibits

(c) Exhibits

Exhibit Number -----	Exhibit Description -----
4.1	Restated First Amendment dated March 17, 2003 to the Amended and Restated Rights Agreement dated January 24, 2002, between the Company and Computershare Trust Co., Inc., as Rights Agent,

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incorporated by reference to Exhibit 4.2 to the Company's Form 8-A/A dated March 21, 2003 (File No. 1-5491).

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.

ROWAN COMPANIES, INC.

By: /s/ E. E. Thiele

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E. E. Thiele,  
Senior Vice President - Administration and  
Finance and Principal Financial Officer

Dated: March 21, 2003

INDEX TO EXHIBITS

EXHIBIT DESCRIPTION

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