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ATWOOD OCEANICS INC
Form S-8 POS
March 28, 2007

As filed with the Securities and Exchange Commission on March 27, 2007

Registration No. 33-52065

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-8

REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

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

TEXAS
(State or other jurisdiction of
incorporation or organization)

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

15835 PARK TEN PLACE DRIVE
HOUSTON, TEXAS 77084
(Address of principal executive offices)

ATWOOD OCEANICS, INC.
1990 STOCK OPTION PLAN
(Full title of the plan)

JAMES M. HOLLAND
SENIOR VICE PRESIDENT AND CHIEF FINANCIAL OFFICER
ATWOOD OCEANICS, INC.
15835 PARK TEN PLACE DRIVE
HOUSTON, TEXAS 77084
(281) 749-7800
(Name, address and telephone number of agent for service)

Copies to:

STRASBURGER & PRICE, L.L.P.
1401 MCKINNEY ST., STE 2200
HOUSTON, TEXAS 77010
(713) 951-5600
ATTN: W. GARNEY GRIGGS, ESQ.

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DEREGISTRATION OF SECURITIES

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This Post-Effective Amendment No. 1 relates to the Registration Statement on Form S-8, Registration No. 33-52065, filed on January 28, 1994 (the "Registration Statement"), pertaining to common shares of Atwood Oceanics, Inc. (the "Registrant") to be offered under the Atwood Oceanics, Inc. 1990 Stock Option Plan.

The Registrant hereby removes and withdraws from registration all of its securities registered pursuant to this Registration Statement that remain unissued.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, Atwood Oceanics, Inc. certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this amendment to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Houston, State of Texas, on March 27, 2007.

ATWOOD OCEANICS, INC.

/s/ James M. Holland

James M. Holland
Senior Vice President,
Chief Financial Officer,
Chief Accounting Officer and
Secretary

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

/s/ JOHN R. IRWIN

JOHN R. IRWIN
President, Chief Executive
Officer and Director
(Principal Executive Officer)

Date: March 27, 2007

/s/ JAMES M. HOLLAND

JAMES M. HOLLAND
Senior Vice President
and Chief Financial Officer
(Principal Financial and
Accounting Officer)

Date: March 27, 2007

/s/ ROBERT W. BURGESS

ROBERT W. BURGESS
Director

Date: March 27, 2007

/s/ GEORGE S. DOTSON

GEORGE S. DOTSON
Director

Date: March 27, 2007

/s/ HANS HELMERICH

HANS HELMERICH
Director

Date: March 26, 2007

/s/ WILLIAM J. MORRISSEY

WILLIAM J. MORRISSEY
Director

Date: March 27, 2007

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/s/ DEBORAH A. BECK

DEBORAH A. BECK
Director

Date: March 22, 2007

/s/ JAMES R. MONTAGUE

JAMES R. MONTAGUE
Director

Date: March 27, 2007