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**Section 1: 8-K (8-K)**

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): December 22, 2016 (December 21, 2016)**

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**ATWOOD OCEANICS, INC.**

(Exact name of registrant as specified in its charter)

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**Texas**  
(State or other jurisdiction  
of incorporation)

**1-13167**  
(Commission  
File Number)

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

**15011 Katy Freeway, Suite 800,  
Houston, Texas**  
(Address of principal executive offices)

**77094**  
(Zip Code)

**Registrant's telephone number, including area code: (281) 749-7800**

**N/A**  
(Former Name, Former Address and Former Fiscal Year, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On December 21, 2016, Deborah A. Beck notified the company that she would be retiring from the Board of Directors effective following the adjournment of the Annual Meeting of Shareholders on February 15, 2017. There were no disagreements between the company and Ms. Beck relative to her retirement.

At this time, the Board of Directors does not intend to replace Ms. Beck. Following the adjournment of the Annual Meeting, the number of directors will be reduced from eight to seven. In addition, Mr. James R. Montague will become Chair of the Compensation Committee and Mr. Hans Helmerich will become Chair of the Nominating and Governance Committee.

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**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.

**ATWOOD OCEANICS, INC.**

(Registrant)

By: /s/ Mark W. Smith

Mark W. Smith

Senior Vice President and Chief Financial Officer

Date: December 22, 2016

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