

TIDEWATER INC  
Form 4  
November 07, 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 \*  
LABORDE CLIFFE F

(Last) (First) (Middle)

C/O TIDEWATER, INC., 601  
POYDRAS ST. #1900

(Street)

NEW ORLEANS, LA 70130

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
TIDEWATER INC [TDW]

3. Date of Earliest Transaction  
(Month/Day/Year)

11/03/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Exec. VP, General Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------------------|---|--|-----------------------------------|
|                                 |                                      |  |                                | Code  | V Amount or Price  |   |  |                                   |
| Common Stock                    | 11/03/2006                           |  | M                              |   | 35,000 A \$ 43.625 | 80,125  | D  |                                   |
| Common Stock                    | 11/03/2006                           |  | S                              |   | 600 D \$ 50.72     | 79,525  | D  |                                   |
| Common Stock                    | 11/03/2006                           |  | S                              |   | 3,900 D \$ 50.73   | 75,625  | D  |                                   |
| Common Stock                    | 11/03/2006                           |  | S                              |   | 4,400 D \$ 50.74   | 71,225  | D  |                                   |
| Common Stock                    | 11/03/2006                           |  | S                              |   | 100 D \$ 50.75     | 71,125  | D  |                                   |

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|              |            |   |       |   |          |                    |   |                           |
|--------------|------------|---|-------|---|----------|--------------------|---|---------------------------|
| Common Stock | 11/03/2006 | S | 1,000 | D | \$ 50.77 | 70,125             | D |                           |
| Common Stock | 11/03/2006 | S | 800   | D | \$ 50.78 | 69,325             | D |                           |
| Common Stock | 11/03/2006 | S | 3,200 | D | \$ 50.8  | 66,125             | D |                           |
| Common Stock | 11/03/2006 | S | 700   | D | \$ 50.81 | 65,425             | D |                           |
| Common Stock | 11/03/2006 | S | 4,100 | D | \$ 50.82 | 61,325             | D |                           |
| Common Stock | 11/03/2006 | S | 800   | D | \$ 50.83 | 60,525             | D |                           |
| Common Stock | 11/03/2006 | S | 1,000 | D | \$ 50.84 | 59,525             | D |                           |
| Common Stock | 11/03/2006 | S | 500   | D | \$ 50.85 | 59,025             | D |                           |
| Common Stock | 11/03/2006 | S | 1,700 | D | \$ 50.87 | 57,325             | D |                           |
| Common Stock | 11/03/2006 | S | 3,100 | D | \$ 50.88 | 54,225             | D |                           |
| Common Stock | 11/03/2006 | S | 4,400 | D | \$ 50.89 | 49,825             | D |                           |
| Common Stock | 11/03/2006 | S | 200   | D | \$ 50.9  | 49,625             | D |                           |
| Common Stock | 11/03/2006 | S | 1,300 | D | \$ 50.91 | 48,325             | D |                           |
| Common Stock | 11/03/2006 | S | 1,200 | D | \$ 50.92 | 47,125             | D |                           |
| Common Stock | 11/03/2006 | S | 2,000 | D | \$ 50.93 | 45,125             | D |                           |
| Common Stock |            |   |       |   |          | 631 <sup>(1)</sup> | I | Trust MAL                 |
| Common Stock |            |   |       |   |          | 631 <sup>(1)</sup> | I | Trust CCL                 |
| Common Stock |            |   |       |   |          | 631 <sup>(1)</sup> | I | Trust APL                 |
| Common Stock |            |   |       |   |          | 1,368.4183         | I | By Trustee <sup>(2)</sup> |

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

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SEC 1474  
(9-02)

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**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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Option (Right to Buy)                | \$ 43.625  | 11/03/2006                           |  | M                              | 35,000  | 03/19/1998 <sup>(3)</sup> 03/19/2007                     | Common Stock 35,000   |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                 |       |
|---|---------------|-----------|---------------------------------|-------|
|   | Director      | 10% Owner | Officer                         | Other |
| LABORDE CLIFFE F<br>C/O TIDEWATER, INC.<br>601 POYDRAS ST. #1900<br>NEW ORLEANS, LA 70130 |               |           | Exec. VP,<br>General<br>Counsel |       |

## Signatures

Cliffe F. Laborde, by: Michael L. Goldblatt, Agent and Attorney-in-Fact 11/07/2006

\_\_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).
- (1) These shares are held in trusts for the benefit of the reporting person's children. The reporting person is Trustee. Beneficial ownership is expressly disclaimed.
- (2) Acquired on a periodic basis by the Trustee of the Tidewater Inc. 401(k) Savings Plan. Includes shares acquired for my account through October 31, 2006.
- (3) The options vested in 3 equal annual installments beginning on the date indicated.

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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