

TEMPO MARINE CO.

Form POSASR

March 10, 2015

As filed with the Securities and Exchange Commission on March 10, 2015

Registration Statement No. 333-190951

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1 TO

FORM F-3

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

DRYSHIPS INC.

(Exact name of registrant as specified in its charter)

Republic of the Marshall Islands N/A

(State or other jurisdiction of (I.R.S. Employer
incorporation or organization) Identification No.)

DryShips Inc.

109 Kifisias Avenue and Sina Street

151 24, Marousi

Athens, Greece

+ 011 30 210 80 90 570

(Address and telephone number of Registrant's principal
executive offices)

Seward & Kissel LLP

Attention: Gary J. Wolfe, Esq.

One Battery Park Plaza

New York, New York 10004

(212) 574-1200

(Name, address and telephone number of agent for
service)

Copies to:

Gary J. Wolfe, Esq.

Seward & Kissel LLP

One Battery Park Plaza

New York, New York 10004

(212) 574-1200

Approximate date of commencement of proposed sale to the public:

From time to time after this registration statement becomes effective as determined by market conditions and other factors.

If only securities being registered on the Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box.

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If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a registration statement pursuant to General Instruction I.C. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box.

If this Form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.C. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box.

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities to be Registered	Amount to be Registered	Proposed Maximum Aggregate Offering Price	Amount of Registration Fee
Primary Offering			
Common Stock, par value \$0.01 per share			
Preferred Stock, par value \$0.01 per share			
Preferred Stock Purchase Rights ⁽⁴⁾			
Debt securities			
Guarantees ⁽⁵⁾			
Warrants			
Purchase contracts			
Rights			
Units ⁽⁶⁾			
Primary Offering Total	\$1,000,000,000	⁽¹⁾ \$1,000,000,000	⁽¹⁾⁽²⁾ \$116,200.00 ⁽³⁾
Secondary Offering			
Common Stock, par value \$0.01 per share	180,000,000 shares	\$161,100,000	⁽⁷⁾ \$18,719.82
TOTAL		\$1,161,100,000	\$134,919.82

An indeterminate aggregate initial offering amount or number of common stock, preferred stock, preferred stock purchase rights, debt securities, guarantees, warrants, purchase contracts, rights and units are being registered as may from time to time be issued in primary offerings at indeterminate prices in an aggregate amount not to exceed ⁽¹⁾\$1,000,000,000 or the equivalent thereof in foreign currencies. Also includes such indeterminate amount of debt securities and number of common shares and preferred shares as may be issued upon conversion or exchange for any other debt securities or shares of preferred stock that provide for conversion or exchange into other securities.

Estimated solely for the purpose of calculating the registration fee pursuant to Rule 457(o) under the Securities Act of 1933, as amended. Pursuant to General Instruction II.C of Form F-3, the table does not specify by each class information as to the amount to be registered or the proposed maximum aggregate offering price. Any securities ⁽²⁾registered hereunder may be sold separately or as units with other securities registered hereunder. In no event will the aggregate offering price of all securities sold by DryShips Inc. pursuant to this registration statement exceed \$1,000,000,000.

⁽³⁾ Calculated in accordance with Rule 457(o) under the Securities Act of 1933, as amended.

Preferred stock purchase rights are not currently separable from the common shares and are not currently ⁽⁴⁾exercisable. The value attributable to the preferred stock purchase rights, if any, will be reflected in the market price of the common shares.

⁽⁵⁾

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The debt securities may be guaranteed pursuant to guarantees by the direct and indirect subsidiaries of DryShips Inc. No separate compensation will be received for the guarantees. Pursuant to Rule 457(n), no separate fees for the guarantees will be payable.

(6) Units may consist of any combination of securities offered by DryShips Inc. registered hereunder.

(7) Estimated solely for the purpose of calculating the registration fee pursuant to Rule 457(c) under the Securities Act of 1933, as amended, based on the average of the high and low prices per share of the registrant's common shares as reported on the NASDAQ Global Select Market on March 9, 2015.

This Post-Effective Amendment No. 1 to the Registration Statement on Form F-3ASR (File No. 333-190951) of DryShips Inc., or the Company, is being filed because the Company expects that it will no longer be a well-known seasoned issuer, as such term is defined in Rule 405 under the Securities Act of 1933, as amended, upon the filing of its annual report on Form 20 F for the year ended December 31, 2014. The reason the Company expects that it will no longer be a well-known seasoned issuer is because the worldwide market value of its outstanding common shares held by non-affiliates is expected to be less than \$700 million during the 60-day period preceding the date of such filing. Accordingly, the Company is filing this Post-Effective Amendment for the purposes of including information required by registrants who are no longer well-known seasoned issuers as well as to register a specific amount of securities and pay the associated registration fee.

TABLE OF ADDITIONAL REGISTRANTS

Exact Name of Registrant as Specified in its Charter	Country of Incorporation	IRS Employer I.D. No.	Primary Standard Industrial Classification Code No.
Oceanview Owners Limited	Liberia	N/A	4412
Oceansurf Owners Limited	Liberia	N/A	4412
Oceancentury Owners Limited	Liberia	N/A	4412
Hydrogen Shipholding Co. S.A.	Liberia	N/A	4412
Earthly Shipholding Co. S.A.	Liberia	N/A	4412
Helium Shipholding Co. S.A.	Liberia	N/A	4412
Malvina Shipping Company Limited	Malta	N/A	4412
Samsara Shipping Company Limited	Malta	N/A	4412
Fabiana Navigation Company Limited	Malta	N/A	4412
Karmen Shipping Company Limited	Malta	N/A	4412
Thelma Shipping Company Limited	Malta	N/A	4412
Celine Shipping Company Limited	Malta	N/A	4412
Arleta Navigation Company Limited	Malta	N/A	4412
Felicia Navigation Company Limited	Malta	N/A	4412
Zatac Shipping Company Limited	Malta	N/A	4412
Royerton Shipping Company Limited	Malta	N/A	4412
Fago Shipping Company Limited	Malta	N/A	4412
Lancat Shipping Company Limited	Malta	N/A	4412
Hydrogen Shipping Company Limited	Malta	N/A	4412
Helium Shipping Company Limited	Malta	N/A	4412
Platan Shipping Company Limited	Malta	N/A	4412
Madras Shipping Company Limited	Malta	N/A	4412
Tolan Shipping Company Limited	Malta	N/A	4412
Lansat Shipping Company Limited	Malta	N/A	4412
Iguana Shipping Company Limited	Malta	N/A	4412
Selma Shipping Company Limited	Malta	N/A	4412
Farat Shipping Company Limited	Malta	N/A	4412
Onil Shipping Company Limited	Malta	N/A	4412
Araldo Marine Ltd.	Marshall Islands	N/A	4412
Welby Shipping Inc.	Marshall Islands	N/A	4412
Ialysos Owing Company Limited	Marshall Islands	N/A	4412
Azalea Shareholders Limited	Marshall Islands	N/A	4412
Samsara Shipholding One Inc.	Marshall Islands	N/A	4412
Samsara Shipholding Two Inc.	Marshall Islands	N/A	4412
Lidman Maritime Co.	Marshall Islands	N/A	4412
Armano Marine Co.	Marshall Islands	N/A	4412
Devine Navigation Inc.	Marshall Islands	N/A	4412
Ariadne Marine S.A.	Marshall Islands	N/A	4412
Mador Shipping Ltd.	Marshall Islands	N/A	4412
Lothair Navigation Company	Marshall Islands	N/A	4412
Verge Navigation Corp.	Marshall Islands	N/A	4412
Joyce Shipping Corp.	Marshall Islands	N/A	4412
Amara Shipping Company	Marshall Islands	N/A	4412
Alma Shipholding Inc.	Marshall Islands	N/A	4412
Tempo Marine Co.	Marshall Islands	N/A	4412
Flamenco Management Corp.	Marshall Islands	N/A	4412
Star Record Owing Company Limited	Marshall Islands	N/A	4412

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Star Record Shareholdings Limited	Marshall Islands N/A	4412
Argo Owing Company Limited	Marshall Islands N/A	4412
Paralos Owing Company Limited	Marshall Islands N/A	4412
Rea Owing Company Limited	Marshall Islands N/A	4412
Rea Shareholdings Limited	Marshall Islands N/A	4412
Dione Owing Company Limited	Marshall Islands N/A	4412
Dione Shareholdings Limited	Marshall Islands N/A	4412
Phoebe Owing Company Limited	Marshall Islands N/A	4412
Phoebe Shareholdings Limited	Marshall Islands N/A	4412
Uranus Owing Company Limited	Marshall Islands N/A	4412
Uranus Shareholdings Limited	Marshall Islands N/A	4412

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Exact Name of Registrant as Specified in its Charter	Country of Incorporation	IRS Employer I.D. No.	Primary Standard Industrial Classification Code No.
Selene Owning Company Limited	Marshall Islands	N/A	4412
Selene Shareholdings Limited	Marshall Islands	N/A	4412
Tethys Owning Company Limited	Marshall Islands	N/A	4412
Tethys Shareholdings Limited	Marshall Islands	N/A	4412
Ioli Owning Company Limited	Marshall Islands	N/A	4412
Ioli Shareholdings Limited	Marshall Islands	N/A	4412
Iason Owning Company Limited	Marshall Islands	N/A	4412
Iason Shareholdings Limited	Marshall Islands	N/A	4412
Team-up Owning Company Limited	Marshall Islands	N/A	4412
Team-up Shareholdings Limited	Marshall Islands	N/A	4412
Iokasti Owning Company Limited	Marshall Islands	N/A	4412
Iokasti Shareholdings Limited	Marshall Islands	N/A	4412
Boone Star Owners Inc.	Marshall Islands	N/A	4412
Boone Star Shareholders Inc.	Marshall Islands	N/A	4412
Norwalk Star Owners Inc.	Marshall Islands	N/A	4412
Norwalk Star Shareholdings Inc.	Marshall Islands	N/A	4412
Dalian Star Owners Inc.	Marshall Islands	N/A	4412
Dalian Star Shareholdings Inc.	Marshall Islands	N/A	4412
Aegean Traders Inc.	Marshall Islands	N/A	4412
Aegean Shareholders Inc.	Marshall Islands	N/A	4412
Cretan Traders Inc.	Marshall Islands	N/A	4412
Cretan Shareholders Inc.	Marshall Islands	N/A	4412
Roscoe Marine Ltd.	Marshall Islands	N/A	4412
Argo Shareholdings Limited	Marshall Islands	N/A	4412
Pergamos Owning Company Limited	Marshall Islands	N/A	4412
Pergamos Shareholders Limited	Marshall Islands	N/A	4412
Amathus Owning Company Limited	Marshall Islands	N/A	4412
Amathus Shareholders Limited	Marshall Islands	N/A	4412
Echo Owning Company Limited	Marshall Islands	N/A	4412
Echo Shareholdings Limited	Marshall Islands	N/A	4412
Caerus Owning Company Limited	Marshall Islands	N/A	4412
Caerus Shareholdings Limited	Marshall Islands	N/A	4412
Symi Owners Inc.	Marshall Islands	N/A	4412
Symi Shareholders Inc.	Marshall Islands	N/A	4412
Kalymnos Owners Inc.	Marshall Islands	N/A	4412
Kalymnos Shareholders Inc.	Marshall Islands	N/A	4412
Litae Owning Company Limited	Marshall Islands	N/A	4412
Litae Shareholdings Limited	Marshall Islands	N/A	4412
Tyche Owning Company Limited	Marshall Islands	N/A	4412
Tyche Shareholdings Limited	Marshall Islands	N/A	4412
Anemone Marine Co.	Marshall Islands	N/A	4412
Ariana Marine Ltd.	Marshall Islands	N/A	4412
Neria Shipmanagement Inc.	Marshall Islands	N/A	4412
Argante Navigation Corp.	Marshall Islands	N/A	4412
Sunlight Shipholding One Inc.	Marshall Islands	N/A	4412
Sunlight Shipholding Two Inc.	Marshall Islands	N/A	4412
Atlas Owning Company Limited	Marshall Islands	N/A	4412
Atlas Shareholdings Limited	Marshall Islands	N/A	4412

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Maternal Owning Company Limited	Marshall Islands N/A	4412
Maternal Shareholdings Limited	Marshall Islands N/A	4412
Xanadu Shipholding One Inc.	Marshall Islands N/A	4412
Xanadu Shipholding Two Inc.	Marshall Islands N/A	4412
Nouvelle Shipholding One Inc.	Marshall Islands N/A	4412
Nouvelle Shipholding Two Inc.	Marshall Islands N/A	4412
Paternal Owning Company Limited	Marshall Islands N/A	4412
Paternal Shareholdings Limited	Marshall Islands N/A	4412
Olivia Shipholding One Inc.	Marshall Islands N/A	4412
Olivia Shipholding Two Inc.	Marshall Islands N/A	4412
Taipan Shipholding One Inc.	Marshall Islands N/A	4412
Taipan Shipholding Two Inc.	Marshall Islands N/A	4412

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Classical Owning Company Limited	Marshall Islands	N/A	4412
Classical Shareholdings Limited	Marshall Islands	N/A	4412
Human Owning Company Limited	Marshall Islands	N/A	4412
Human Shareholdings Limited	Marshall Islands	N/A	4412
Seaventure Shipping Limited	Marshall Islands	N/A	4412
Seaventure Holdings Limited	Marshall Islands	N/A	4412
Primera Shipholding One Inc.	Marshall Islands	N/A	4412
Primera Shipholding Two Inc.	Marshall Islands	N/A	4412
Scorpio Shipholding One Inc.	Marshall Islands	N/A	4412
Scorpio Shipholding Two Inc.	Marshall Islands	N/A	4412
Paragon Shipholding One Inc.	Marshall Islands	N/A	4412
Paragon Shipholding Two Inc.	Marshall Islands	N/A	4412
Iguana Shipholding One Inc.	Marshall Islands	N/A	4412
Iguana Shipholding Two Inc.	Marshall Islands	N/A	4412
Lotis Traders Inc.	Marshall Islands	N/A	4412
Lotis Shareholders Inc.	Marshall Islands	N/A	4412
Kronos Owning Company Limited	Marshall Islands	N/A	4412
Kronos Shareholdings Limited	Marshall Islands	N/A	4412
Lucio Shipholding Ltd.	Marshall Islands	N/A	4412
Valente Navigation Co.	Marshall Islands	N/A	4412
NT LLC Investors Ltd.	Marshall Islands	N/A	4412
NT LLC Shareholders Ltd.	Marshall Islands	N/A	4412
Toro Shipholding One Inc.	Marshall Islands	N/A	4412
Toro Shipholding Two Inc.	Marshall Islands	N/A	4412
Gaia Owning Company Limited	Marshall Islands	N/A	4412
Gaia Shareholdings Limited	Marshall Islands	N/A	4412
Trojan Maritime Co.	Marshall Islands	N/A	4412
Koronis Navigation S.A.	Marshall Islands	N/A	4412
Astarte Maritime S.A.	Marshall Islands	N/A	4412
Ashby Shipmanagement Corp.	Marshall Islands	N/A	4412
Orpheus Owning Company Limited	Marshall Islands	N/A	4412
Orpheus Shareholdings Limited	Marshall Islands	N/A	4412
Ionian Traders Inc.	Marshall Islands	N/A	4412
Rhodian Traders Inc.	Marshall Islands	N/A	4412
Monteagle Shipping SA	Marshall Islands	N/A	4412
Paralos Shareholdings Limited	Marshall Islands	N/A	4412
Kerkyra Traders Inc.	Marshall Islands	N/A	4412
Kerkyra Shareholders Inc.	Marshall Islands	N/A	4412
Wealth Management Inc.	Marshall Islands	N/A	4412
Thrasymachus Challenge Inc.	Marshall Islands	N/A	4412
Hippias Challenge Inc.	Marshall Islands	N/A	4412
Prodicus Challenge Inc.	Marshall Islands	N/A	4412
Gorgias Challenge Inc.	Marshall Islands	N/A	4412
Callicles Challenge Inc.	Marshall Islands	N/A	4412
Antiphon Challenge Inc.	Marshall Islands	N/A	4412
Protagoras Challenge Inc.	Marshall Islands	N/A	4412
Lycophron Challenge Inc.	Marshall Islands	N/A	4412

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Cratylus Challenge Inc.	Marshall Islands N/A	4412
Tinos Traders Inc.	Marshall Islands N/A	4412
Sifnos Traders Inc.	Marshall Islands N/A	4412
Milos Traders Inc.	Marshall Islands N/A	4412
Milos Shareholders Inc.	Marshall Islands N/A	4412
Thassos Traders Inc.	Marshall Islands N/A	4412
Thassos Shareholders Inc.	Marshall Islands N/A	4412
Pounta Traders Inc.	Marshall Islands N/A	4412
Pounta Shareholders Inc.	Marshall Islands N/A	4412
Faedon Shareholdings Limited	Marshall Islands N/A	4412
Ialysos Shareholders Limited	Marshall Islands N/A	4412
Mandarin Shareholdings Limited	Marshall Islands N/A	4412
Mensa Shareholdings Limited	Marshall Islands N/A	4412

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Iktinos Owning Company Limited	Marshall Islands	N/A	4412
Iktinos Shareholdings Limited	Marshall Islands	N/A	4412
Kallikrates Owning Company Limited	Marshall Islands	N/A	4412
Kallikrates Shareholdings Limited	Marshall Islands	N/A	4412
Belulu Shareholders Limited	Marshall Islands	N/A	4412
DryShips Partners LP	Marshall Islands	N/A	4412
DRYS GP LLC	Marshall Islands	N/A	4412
Oceanfreight Inc.	Marshall Islands	N/A	4412
Oceanship Shareholdings Limited	Marshall Islands	N/A	4412
Oceanship Owners Limited	Marshall Islands	N/A	4412
Oceanwealth Shareholdings Limited	Marshall Islands	N/A	4412
Oceanwealth Owners Limited	Marshall Islands	N/A	4412
Oceanventure Shareholdings Limited	Marshall Islands	N/A	4412
Oceanventure Owners Limited	Marshall Islands	N/A	4412
Oceanresources Shareholdings Limited	Marshall Islands	N/A	4412
Oceanresources Owners Limited	Marshall Islands	N/A	4412
Oceanstrength Shareholdings Limited	Marshall Islands	N/A	4412
Oceanstrength Owners Limited	Marshall Islands	N/A	4412
Oceanenergy Shareholdings Limited	Marshall Islands	N/A	4412
Oceanenergy Owners Limited	Marshall Islands	N/A	4412
Oceantrade Shareholdings Limited	Marshall Islands	N/A	4412
Oceantrade Owners Limited	Marshall Islands	N/A	4412
Oceanprime Shareholdings Limited	Marshall Islands	N/A	4412
Oceanprime Owners Limited	Marshall Islands	N/A	4412
Oceanclarity Shareholdings Limited	Marshall Islands	N/A	4412
Oceanclarity Owners Limited	Marshall Islands	N/A	4412
Oceanfighter Shareholders Inc.	Marshall Islands	N/A	4412
Oceanfighter Owners Inc.	Marshall Islands	N/A	4412
Ocean Faith Shareholders Inc.	Marshall Islands	N/A	4412
Ocean Faith Owners Inc.	Marshall Islands	N/A	4412
Ocean Blue Spirit Shareholders Inc.	Marshall Islands	N/A	4412
Ocean Blue Spirit Owners Inc.	Marshall Islands	N/A	4412
Kifissia Star Shareholders Inc.	Marshall Islands	N/A	4412
Kifissia Star Owners Inc.	Marshall Islands	N/A	4412
Oceanpower Shareholders Inc.	Marshall Islands	N/A	4412
Oceanpower Owners Inc.	Marshall Islands	N/A	4412
Oceanwave Shareholders Limited	Marshall Islands	N/A	4412
Oceanwave Owners Limited	Marshall Islands	N/A	4412
Oceanrunner Shareholders Limited	Marshall Islands	N/A	4412
Oceanrunner Owners Limited	Marshall Islands	N/A	4412
Oceanfire Shareholders Inc.	Marshall Islands	N/A	4412
Oceanfire Owners Inc.	Marshall Islands	N/A	4412
Oceanview Shareholders Limited	Marshall Islands	N/A	4412
Oceansurf Shareholders Limited	Marshall Islands	N/A	4412
Oceancentury Shareholders Limited	Marshall Islands	N/A	4412
Pacifai Shareholders Limited	Marshall Islands	N/A	4412
Pacifai Owning Company Limited	Marshall Islands	N/A	4412

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Amazon Shareholders Limited	Marshall Islands N/A	4412
Amazon Owning Company Limited	Marshall Islands N/A.	4412
Freightwise Investments Ltd	Marshall Islands N/A	4412
Olympian Heracles Holding Inc.	Marshall Islands N/A	4412
Olympian Asclepius Holding Inc.	Marshall Islands N/A	4412
Olympian Hestia Holding Inc.	Marshall Islands N/A	4412
Olympian Zeus Shareholders Inc.	Marshall Islands N/A	4412
Olympian Zeus Owners Inc.	Marshall Islands N/A	4412
Olympian Apollo Shareholders Inc.	Marshall Islands N/A	4412
Olympian Apollo Owners Inc.	Marshall Islands N/A	4412
Olympian Hebe Holding Inc.	Marshall Islands N/A	4412
Olympian Hera Shareholders Inc.	Marshall Islands N/A	4412
Olympian Hera Owners Inc.	Marshall Islands N/A	4412

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Olympian Rea Holding Inc.	Marshall Islands	N/A	4412
Olympian Poseidon Shareholders Inc.	Marshall Islands	N/A	4412
Olympian Poseidon Owners Inc.	Marshall Islands	N/A	4412
Olympian Demeter Shareholders Inc.	Marshall Islands	N/A	4412
Olympian Demeter Owners Inc.	Marshall Islands	N/A	4412
Olympian Ares Shareholders Inc.	Marshall Islands	N/A	4412
Olympian Ares Owners Inc.	Marshall Islands	N/A	4412
Olympian Artemis Shareholders Inc.	Marshall Islands	N/A	4412
Olympian Artemis Owners Inc.	Marshall Islands	N/A	4412
Olympian Diana Holding Inc.	Marshall Islands	N/A	4412
Olympian Athena Owners Inc.	Marshall Islands	N/A	4412
Olympian Dionysus Shareholders Inc.	Marshall Islands	N/A	4412
Olympian Dionysus Owners Inc.	Marshall Islands	N/A	4412
Olympian Aphrodite Shareholders Inc.	Marshall Islands	N/A	4412
Olympian Aphrodite Owners Inc.	Marshall Islands	N/A	4412
Olympian Pan Holding Inc.	Marshall Islands	N/A	4412
Olympian Hephaestus Shareholders Inc.	Marshall Islands	N/A	4412
Olympian Hephaestus Owners Inc.	Marshall Islands	N/A	4412
Olympian Hermes Shareholders Inc.	Marshall Islands	N/A	4412
Olympian Hermes Owners Inc.	Marshall Islands	N/A	4412
Ocean Rig UDW Inc.	Marshall Islands	N/A	1381
Drill Rigs Holdings Inc.	Marshall Islands	N/A	1381
Ocean Rig 1 Shareholders Inc.	Marshall Islands	N/A	1381
Ocean Rig 1 Inc.	Marshall Islands	N/A	1381
Ocean Rig 1 Greenland Operations Inc.			