

TODCO

Form 4

August 05, 2005

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
RASK JAN A

(Last) (First) (Middle)

**2000 W. SAM HOUSTON PKWY
S., SUITE 800**

(Street)

HOUSTON, TX 77042-3615

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
TODCO [THE]

3. Date of Earliest Transaction
(Month/Day/Year)
08/04/2005

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)

President and CEO

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 Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	08/04/2005		M	37,100	A \$ 12	152,303	D
Class A Common Stock	08/04/2005		S ⁽¹⁾	300	D \$ 33.14	152,003	D
Class A Common Stock	08/04/2005		S ⁽¹⁾	800	D \$ 33.1	151,203	D
Class A Common	08/04/2005		S ⁽¹⁾	800	D \$ 33.09	150,403	D

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Stock							
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	900	D	\$ 33.08	149,503	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	700	D	\$ 33.06	148,803	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	800	D	\$ 33.05	148,003	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	400	D	\$ 33.04	147,603	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	200	D	\$ 33.02	147,403	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	500	D	\$ 33	146,903	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	300	D	\$ 32.99	146,603	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	300	D	\$ 32.85	146,303	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	200	D	\$ 32.84	146,103	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	500	D	\$ 32.74	145,603	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	900	D	\$ 32.73	144,703	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	300	D	\$ 32.71	144,403	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	1,600	D	\$ 32.7	142,803	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	400	D	\$ 32.69	142,403	D

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Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	200	D	\$ 32.68	142,203	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	800	D	\$ 32.65	141,403	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	1,400	D	\$ 32.59	140,003	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	500	D	\$ 32.58	139,503	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	400	D	\$ 32.56	139,103	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	1,300	D	\$ 32.54	137,803	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	100	D	\$ 32.52	137,703	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	900	D	\$ 32.5	136,803	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	1,000	D	\$ 32.49	135,803	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	1,400	D	\$ 32.4	134,403	D
Class A Common Stock	08/04/2005	<u>S⁽¹⁾</u>	2,400	D	\$ 32.37	132,003	D

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)								
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title		Amount or Number of Shares	
Employee Stock Option (right to buy)	\$ 12	08/04/2005	M		37,100		02/10/2004	02/10/2014	Class A Common Stock		37,100	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RASK JAN A 2000 W. SAM HOUSTON PKWY S., SUITE 800 HOUSTON, TX 77042-3615	X		President and CEO	

Signatures

Jan Rask 08/05/2005

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) The sale reported in the Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 16, 2005

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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