

REBELL ARTHUR L
Form 4
May 10, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
REBELL ARTHUR L

2. Issuer Name and Ticker or Trading Symbol
DIAMOND OFFSHORE DRILLING INC [DO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/08/2006

Director 10% Owner
 Officer (give title below) Other (specify below)

677 MADISON AVENUE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW YORK, NY 10021

(City) (State) (Zip)

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	05/08/2006		M		500	A \$ 33.51	500	D	
Common Stock	05/08/2006		S		500	D \$ 95	0	D	
Common Stock	05/08/2006		M		500	A \$ 24.6	500	D	
Common Stock	05/08/2006		S		500	D \$ 95	0	D	
Common Stock	05/08/2006		M		500	A \$ 30.53	500	D	

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Common Stock	05/08/2006	S	500	D	\$ 95	0	D
Common Stock	05/08/2006	M	500	A	\$ 30.12	500	D
Common Stock	05/08/2006	S	500	D	\$ 95	0	D
Common Stock	05/08/2006	M	500	A	\$ 29.2	500	D
Common Stock	05/08/2006	S	500	D	\$ 95	0	D
Common Stock	05/08/2006	M	500	A	\$ 19.88	500	D
Common Stock	05/08/2006	S	500	D	\$ 95	0	D

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

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SEC 1474
(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 (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)	8. P Der Sec (Ins	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 33.51	05/08/2006		M	500	07/02/2001	07/02/2006	Common Stock	500
Stock Option (right to buy)	\$ 24.6	05/08/2006		M	500	10/01/2001	10/01/2006	Common Stock	500
	\$ 30.53	05/08/2006		M	500	01/02/2002	01/02/2007		500

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Stock Option (right to buy)	Exercise Price	Grant Date	Relationship	Quantity	Acquisition Date	Expiration Date	Common Stock	Quantity
Stock Option (right to buy)	\$ 30.12	05/08/2006	M	500	04/01/2002	04/01/2007	Common Stock	500
Stock Option (right to buy)	\$ 29.2	05/08/2006	M	500	07/01/2002	07/01/2007	Common Stock	500
Stock Option (right to buy)	\$ 19.88	05/08/2006	M	500	10/01/2002	10/01/2007	Common Stock	500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
REBELL ARTHUR L 677 MADISON AVENUE NEW YORK, NY 10021		X		

Signatures

/s/ William C. Long Attorney-in-Fact for Arthur L. Rebell
 05/10/2006

__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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.