

ENSCO INTERNATIONAL INC
 Form 4
 August 05, 2005

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 *
MARS PAUL

2. Issuer Name and Ticker or Trading Symbol
ENSCO INTERNATIONAL INC [ESV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
500 N. AKARD STREET, SUITE 4300

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President

(Street)
DALLAS, TX 75201-3331

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

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 08/04/2005 | | M | | 7,000 | A | \$ 30.04 |
| Common Stock | 08/04/2005 | | S | | 7,000 | D | \$ 41.5 |
| Common Stock | 07/31/2005 ⁽¹⁾ | | I | | 13,938 ⁽²⁾ | A | (3) 773.4267 ⁽¹⁾ |
| | | | | | | I | ENSCO Savings Plan |

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

Persons who respond to the collection of information contained in this form are not

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 30.04 | 08/04/2005 | | M | 7,000 | 06/02/2004 06/02/2008 | Common Stock 7,000 |
| Employee Stock Option (Right to Buy) | \$ 33.89 | 08/03/2005 | | M | 12,500 | 05/08/2002 05/08/2006 | Common Stock 12,500 |
| Employee Stock Option (Right to Buy) | \$ 31.765 | 08/03/2005 | | M | 7,500 | 06/03/2003 06/03/2007 | Common Stock 7,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| MARS PAUL 500 N. AKARD STREET SUITE 4300 DALLAS, TX 75201-3331 | | | Vice President | |

Signatures

/s/Robert O. Isaac, by Power of Attorney
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) Amount is representative of total number of shares of common stock acquired, and held indirectly, through normal payroll contributions to the ENSCO Savings Plan as of July 31, 2005
 - (2) Amount is representative of common stock acquired, and held indirectly, through normal payroll contributions to the ENSCO Savings Plan for the months of June and July 2005.
 - (3) Price of securities dependent upon trading price applicable on the date of future transactions. Average cost/price was \$29.80.
On August 3, 2005, the reporting person filed a Form 4 reporting the amount of Non-Derivative Securities beneficially owned for this grant as 7,000 after the reported transaction. The correct amount of Non-Derivative Securities beneficially owned for this grant after the exercise of the option, purchase and sale of 1,750 shares of common stock reported on August 3, 2005 should have been 24,500.
 - (4) On August 3, 2005, the reporting person filed a Form 4 reporting the amount of Non-Derivative Securities beneficially owned for this grant as 16,250 after the reported transaction. The correct amount of Non-Derivative Securities beneficially owned for this grant after exercise of the option, purchase and sale of 12,500 shares of common stock reported on August 3, 2005 should have been 0.
 - (5) On August 3, 2005, the reporting person filed a Form 4 reporting the amount of Non-Derivative Securities beneficially owned for this grant as 8,750 after the reported transaction. The correct amount of Non-Derivative Securities beneficially owned for this grant after exercise of the option, purchase and sale of 7,500 shares of common stock reported on August 3, 2005 should have been 7,500.
 - (6)

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.