

OMALLEY WILLIAM C
Form 4
May 03, 2007

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 *
OMALLEY WILLIAM C

(Last) (First) (Middle)

C/O TIDEWATER, INC., 601
POYDRAS ST., SUITE 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)
05/01/2007

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)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 05/02/2007 | | S | | 6,400 D \$ 63.5 | 122,336 | D |
| Common Stock | 05/02/2007 | | S | | 1,700 D \$ 63.51 | 120,636 | D |
| Common Stock | 05/02/2007 | | S | | 1,500 D \$ 63.52 | 119,136 | D |
| Common Stock | 05/02/2007 | | S | | 800 D \$ 63.53 | 118,336 | D |
| Common Stock | 05/02/2007 | | S | | 1,800 D \$ 63.54 | 116,536 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|------------|---------|---|
| Common Stock | 05/02/2007 | S | 3,400 | D | \$ 63.55 | 113,136 | D |
| Common Stock | 05/02/2007 | S | 1,000 | D | \$ 63.56 | 112,136 | D |
| Common Stock | 05/02/2007 | S | 2,700 | D | \$ 63.57 | 109,436 | D |
| Common Stock | 05/02/2007 | S | 1,500 | D | \$ 63.575 | 107,936 | D |
| Common Stock | 05/02/2007 | S | 300 | D | \$ 63.5775 | 107,636 | D |
| Common Stock | 05/02/2007 | S | 1,600 | D | \$ 63.58 | 106,036 | D |
| Common Stock | 05/02/2007 | S | 200 | D | \$ 63.59 | 105,836 | D |
| Common Stock | 05/02/2007 | S | 9,469 | D | \$ 63.6 | 96,367 | D |
| Common Stock | 05/02/2007 | S | 2,231 | D | \$ 63.61 | 94,136 | D |
| Common Stock | 05/02/2007 | S | 2,100 | D | \$ 63.62 | 92,036 | D |
| Common Stock | 05/02/2007 | S | 1,400 | D | \$ 63.63 | 90,636 | D |
| Common Stock | 05/02/2007 | S | 1,200 | D | \$ 63.64 | 89,436 | D |
| Common Stock | 05/02/2007 | S | 2,400 | D | \$ 63.65 | 87,036 | D |
| Common Stock | 05/02/2007 | S | 1,200 | D | \$ 63.66 | 85,836 | D |
| Common Stock | 05/02/2007 | S | 300 | D | \$ 63.67 | 85,536 | D |
| Common Stock | 05/02/2007 | S | 2,196 | D | \$ 63.68 | 83,340 | D |
| Common Stock | 05/02/2007 | S | 1,604 | D | \$ 63.69 | 81,736 | D |
| Common Stock | 05/02/2007 | S | 200 | D | \$ 63.71 | 81,536 | D |
| Common Stock | 05/02/2007 | S | 200 | D | \$ 63.72 | 81,336 | D |
| Common Stock | 05/02/2007 | S | 1,100 | D | \$ 63.73 | 80,236 | D |
| | 05/02/2007 | S | 1,500 | D | \$ 63.74 | 78,736 | D |

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Common
Stock

Common Stock 05/02/2007 S 25,000 D \$ 64.15 53,736 D

Common Stock 645.6625 I By Trustee ⁽¹⁾

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

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

OMALLEY WILLIAM C
C/O TIDEWATER, INC.
601 POYDRAS ST., SUITE 1900
NEW ORLEANS, LA 70130

X

Signatures

William C. O'Malley, By: Margaret F. Murphy, Agent and Attorney-in-Fact

05/03/2007

__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) Acquired on a periodic basis by the Trustee of the Tidewater Inc. 401(k) Savings Plan. Includes shares acquired for my account through April 30, 2007.

Remarks:

4 of 4 Forms 4 filed on May 3, 2007 to report transactions occurring on May 1-2 2007. See other Forms 4 for the remainder of

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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