

GULFMARK OFFSHORE INC
Form 10-Q/A
September 26, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q/A

(AMENDMENT NO. 1)

Quarterly Report Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

For the quarterly period ended **June 30, 2003**

GULFMARK OFFSHORE, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

000-22853

(Commission file number)

76-0526032

(I.R.S. Employer Identification No.)

4400 Post Oak Parkway, Suite 1170, Houston, Texas 77027

(Address of principal executive offices)

(Zip Code)

(713) 963-9522

(Registrant's telephone number, including area code)

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days.

YES NO

Number of shares of Common Stock, \$0.01 Par Value, outstanding as of August 8, 2003: 19,973,357.

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EXPLANATORY NOTE

The registrant is filing this amendment to comply with final rules adopted by the Securities and Exchange Commission effective August 14, 2003 related to certifications required by Sections 302 and 906 of the Sarbanes-Oxley Act of 2002. The new certifications listed in Exhibits 31.1 and 31.2 replace certifications initially filed on August 8, 2003 under Exhibit 99.1. Exhibits 32.1 and 32.2 are additions required by Section 302. Item 4 of Part I is replaced in its entirety with new Item 4 of Part I as set forth herein.

Part I

Item 4. Controls and Procedures

(a) Evaluation of disclosure controls and procedures. Based on their evaluation of the Company's disclosure controls and procedures as of the end of the period covered by this report, the Chief Operating Officer and Chief Financial Officer of the Company have concluded that the disclosure controls and procedures are effective in ensuring that the information required to be disclosed by the Company in the reports that it files or submits under the Securities Exchange Act is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms.

(b) Changes in internal control over financial reporting. There were no changes in the Company's internal control over financial reporting that occurred during the Company's most recent fiscal quarter that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

GulfMark Offshore, Inc.
(Registrant)

By: /s/ Edward A. Guthrie

Edward A. Guthrie
Executive Vice President and
Chief Financial Officer

Date: September 26, 2003

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EXHIBIT INDEX

Exhibit No.	Document Description
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Edgar Filing: GULFMARK OFFSHORE INC - Form 10-Q/A

10.1	Employment Agreement dated June 30, 2003 for Bruce A. Streeter	Filed previously as Exhibit 10.1 to Form 10-Q filed August 8, 2003
10.2	Employment Agreement dated July 6, 2003 for Edward A. Guthrie	Filed previously as Exhibit 10.2 to Form 10-Q filed August 8, 2003
31.1	Section 302 certification for B.A. Streeter	Filed herewith
31.2	Section 302 certification for E.A. Guthrie	Filed herewith
32.1	Section 906 certification furnished for B.A. Streeter	Filed herewith
32.2	Section 906 certification furnished for E.A. Guthrie	Filed herewith