

COLE JON C
Form 5
February 09, 2006

FORM 5

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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
COLE JON C
(Last) (First) (Middle)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2005

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)
Senior Vice President / Previous Employee

6. Individual or Joint/Group Reporting
(check applicable line)
 Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

3427 DEL MONTE DRIVE
(Street)

HOUSTON, TX 77019
(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Amount or Price		
Common Stock	06/30/2005	Â	M	(1) A	\$ 50,000 (2) 25,755	0	D Â
Common Stock	12/31/2005 ⁽³⁾	Â	A	(4) A	\$ 29.79 (5) 1,010.171	(6) I	ENSCO Savings Plan

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 Security (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date	
Employee Stock Option (Right to Buy)	\$ 25.755	06/30/2005	Â	M	Â	25,000	04/01/2004	08/15/2005 ⁽⁷⁾	Common Stock
Employee Stock Option (Right to Buy)	\$ 25.755	06/20/2005	Â	M	Â	25,000	04/01/2004	08/15/2005 ⁽⁷⁾	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COLE JON C 3427 DEL MONTE DRIVE HOUSTON, TX 77019	Â	Â	Â Senior Vice President	Previous Employee

Signatures

/s/ Cary A. Moomjian, Jr., by Power of Attorney
Date: 02/09/2006

__Signature of Reporting Person

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).
Reporting person disposed/sold a total of 50,000 shares via two (2) transactions. On June 20, 2005 reporting person exercised 25,000 employee options (right to buy) and on June 30, 2005 reporting person exercised an additional 25,000 employee options (right to buy) and sold the shares associated therewith.
- (2) The option price for both transactions accomplished by the reporting person during the month of June 2005 was \$25.755. The option exercise price for the June 20, 2005 transaction was \$37.8188. The option exercise price for the June 30, 2005 transaction was \$36.1257.

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- (3) Transaction date is issuer's fiscal year end of 12/31/05.

Amount is representative of shares acquired, and held indirectly, through previous normal payroll contributions to the ENSCO Savings Plan and subsequent reinvestment(s) for the months of January 2005 through December 2005. The reporting person was no longer an ENSCO employee as of May 16, 2005.

- (4) Price of securities dependent upon trading price applicable on date of future transactions. The average cost/price is representative of all beneficially, indirectly owned securities acquired through previous normal payroll contributions to the ENSCO Savings Plan and subsequent reinvestment(s) as of 12/31/05. The reporting person was no longer an ENSCO employee as of May 16, 2005.

- (5) Amount is representative of common stock acquired, and held indirectly, through previous normal payroll contributions to the ENSCO Savings Plan and subsequent reinvestment(s) as of 12/31/05. The reporting person was no longer an ENSCO employee as of May 16, 2005.

- (6) Expiration date is ninety (90) days after termination of employment. The reporting person was no longer an ENSCO employee as of May 16, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.