ENSCO INTERNATIONAL INC

Form 4 May 19, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

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

may continue. See Instruction 1(b).

obligations

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * Rabun Daniel Wayne

2. Issuer Name and Ticker or Trading

Symbol

ENSCO INTERNATIONAL INC [ESV]

3. Date of Earliest Transaction

(Month/Day/Year)

05/16/2008

(Middle)

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify

below) CEO and President

500 N. AKARD STREET, SUITE 4300

(First)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

DALLAS,	TX	7520	11-333	3
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(City)	(State)	(Zip) Tab l	le I - Non-I	Derivative	Secur	ities Acqu	iired, Disposed of	f, or Beneficial	ly 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. Securit or(A) or Di (Instr. 3,	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common			Code V	Amount	(D)	Price \$	(Instr. 3 and 4)		
Stock	05/16/2008		M	14,204	A	47.12	125,524	D	
Common Stock	05/16/2008		S	14,204	D	\$ 73	111,320	D	
Common Stock	05/16/2008		M	4,196	A	\$ 47.12	115,516	D	
Common Stock	05/16/2008		S	4,196	D	\$ 73.01	111,320	D	
Common Stock	05/16/2008		M	2,100	A	\$ 47.12	113,420	D	

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Common Stock	05/16/2008	S	2,100	D	\$ 73.02	111,320	D
Common Stock	05/16/2008	M	2,600	A	\$ 47.12	113,920	D
Common Stock	05/16/2008	S	2,600	D	\$ 73.03	111,320	D
Common Stock	05/16/2008	M	1,900	A	\$ 47.12	113,220	D
Common Stock	05/16/2008	S	1,900	D	\$ 73.04	111,320	D
Common Stock	05/16/2008	S	1,000	D	\$ 73.04	110,320	D
Common Stock	05/16/2008	S	3,816	D	\$ 73.05	106,504	D
Common Stock	05/16/2008	S	1,600	D	\$ 73.06	104,904	D
Common Stock	05/16/2008	S	1,200	D	\$ 73.08	103,704	D

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 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)			Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and	Securition
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Employee Stock Option (Right to Buy)	\$ 47.12	05/16/2008		M		14,204	03/20/2007(1)	03/20/2013	Common Stock	14,2
Employee Stock	\$ 47.12	05/16/2008		M		4,196	03/20/2007(1)	03/20/2013	Common Stock	4,19

SEC 1474

(9-02)

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Option (Right to Buy)								
Employee Stock Option (Right to Buy)	\$ 47.12	05/16/2008	M	2,100	03/20/2007(1)	03/20/2013	Common Stock	2,10
Employee Stock Option (Right to Buy)	\$ 47.12	05/16/2008	M	2,600	03/20/2007(1)	03/20/2013	Common Stock	2,60
Employee Stock Option (Right to Buy)	\$ 47.12	05/16/2008	M	1,900	03/20/2007(1)	03/20/2013	Common Stock	1,90

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

Rabun Daniel Wayne 500 N. AKARD STREET SUITE 4300 DALLAS, TX 75201-3331

CEO and President

Signatures

/s/ Daniel W. 05/19/2008 Rabun

**Signature of Date
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).
- (1) The Employee Stock Options vest at a rate of 25% per annum on the anniversary date of the grant.

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.

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