

Baudoin Mark F  
 Form 4  
 September 17, 2009

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
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**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 \*  
 Baudoin Mark F

2. Issuer Name and Ticker or Trading Symbol  
 DIAMOND OFFSHORE DRILLING INC [DO]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Senior Vice President

(Last) (First) (Middle)  
 15415 KATY FREEWAY, SUITE 100  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 09/16/2009

HOUSTON, TX 77094

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 Ownership (Instr. 4)
				Code	V Amount Price			
Common Stock	09/16/2009		M	313	A \$ 45.77	313	D	
Common Stock	09/16/2009		S	313	D \$ 96.9891	0	D	
Common Stock	09/16/2009		M	313	A \$ 53.6	313	D	
Common Stock	09/16/2009		S	313	D \$ 96.9891	0	D	
Common Stock	09/16/2009		M	313	A \$ 61.9	313	D	

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Common Stock	09/16/2009	S	313	D	\$ 96.9891	0	D	
Common Stock	09/16/2009	M	500	A	\$ 59.19	500	D	
Common Stock	09/16/2009	F	315	D	\$ 93.82	185	D	
Common Stock	09/16/2009	S	185	D	\$ 96.9891	0	D	
Common Stock						230.5597	I	By 401K Plan <sup>(1)</sup>

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.**

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(9-02)

**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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 45.77	09/16/2009		M	313	04/19/2009 <sup>(2)</sup>	04/19/2015	Common Stock	313
Stock Option (right to buy)	\$ 53.6	09/16/2009		M	313	04/19/2009 <sup>(2)</sup>	07/01/2015	Common Stock	313
Stock Option (right to buy)	\$ 61.9	09/16/2009		M	313	04/19/2009 <sup>(2)</sup>	10/03/2015	Common Stock	313
Stock Appreciation Right	\$ 59.19	09/16/2009		M	500	04/01/2009 <sup>(3)</sup>	12/31/2018	Common Stock	500

