TODCO Form 4 August 05, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** Section 16. Form 4 or Form 5

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(b).

(Print or Type Responses)

obligations

may continue.

See Instruction

1. Name and Address of Reporting Person * **RASK JAN A**

Symbol

TODCO [THE]

08/03/2005

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

2000 W. SAM HOUSTON PKWY S., SUITE 800

> (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

_X__ Director 10% Owner X_ Officer (give title Other (specify below) President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

HOUSTON, TX 77042-3615

(City)	(State)	(Zip) Tabl	e I - Non-D	Perivative	Secur	ities Acq	uired, Disposed o	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. Transactio Code (Instr. 8)	(Instr. 3, 4 and 5)			ansaction(A) or Disposed of ode (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)					
Class A Common Stock	08/03/2005		S <u>(1)</u>	200	D	\$ 32.61	143,103	D				
Class A Common Stock	08/03/2005		S <u>(1)</u>	2,300	D	\$ 32.6	140,803	D				
Class A Common Stock	08/03/2005		S <u>(1)</u>	1,300	D	\$ 32.59	139,503	D				
Class A Common	08/03/2005		S(1)	1,900	D	\$ 32.58	137,603	D				

Stock							
Class A Common Stock	08/03/2005	S <u>(1)</u>	1,000	D	\$ 32.57	136,603	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	300	D	\$ 32.54	136,303	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	300	D	\$ 32.47	136,003	D
Class A Common Stock	08/03/2005	S(1)	300	D	\$ 32.46	135,703	D
Class A Common Stock	08/03/2005	S(1)	1,000	D	\$ 32.45	134,703	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	900	D	\$ 32.44	133,803	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	300	D	\$ 32.43	133,503	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	700	D	\$ 32.4	132,803	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	800	D	\$ 32.39	132,003	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	700	D	\$ 32.38	131,303	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	1,000	D	\$ 32.37	130,303	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	200	D	\$ 32.36	130,103	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	100	D	\$ 32.33	130,003	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	100	D	\$ 32.32	129,903	D

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Class A Common Stock	08/03/2005	S <u>(1)</u>	500	D	\$ 32.26	129,403	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	200	D	\$ 32.24	129,203	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	100	D	\$ 32.2	129,103	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	100	D	\$ 32.19	129,003	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	500	D	\$ 32.14	128,503	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	700	D	\$ 32.13	127,803	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	600	D	\$ 32	127,203	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	500	D	\$ 31.89	126,703	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	400	D	\$ 31.88	126,303	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	100	D	\$ 31.87	126,203	D
Class A Common Stock	08/03/2005	S <u>(1)</u>	200	D	\$ 31.85	126,003	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.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui

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Bene Own Follo Repo Trans (Instr

Shares

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr.	8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Secur (Instr	ities . 3 and 4)	(Instr. 5)	
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of	

Reporting Owners

Reporting Owner Name / Address				
• 0	Director	10% Owner	Officer	Other
RASK JAN A				
2000 W. SAM HOUSTON PKWY S., SUITE 800	X		President and CEO	
HOUSTON, TX 77042-3615				

Signatures

Jan Rask 08/05/2005

**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) The sale reported in the Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 16, 2005 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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