

TIDEWATER INC  
Form 8-K  
March 20, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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**FORM 8-K**

**CURRENT REPORT**

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

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Date of Report (*Date of earliest event reported*) March 15, 2006

**TIDEWATER INC.**

*(Exact name of registrant as specified in its charter)*

**Delaware**  
*(State of incorporation)*

**1-6311**  
*(Commission File Number)*

**72-0487776**  
*(IRS Employer Identification No.)*

**601 Poydras Street, Suite 1900**  
*(Address of principal executive offices)*

**(504) 568-1010**

**70130**  
*(Zip Code)*

*(Registrant's telephone number, including area code)*

**N/A**

*(Former name or former address, if changed since last report)*

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrants under any of the following provisions:

.. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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- “ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - “ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - “ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 7.01 FD Disclosure**

In accordance with the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, the Company notes that certain statements set forth in this Current Report on Form 8-K provide other than historical information and are forward looking. The actual achievement of any forecasted results, or the unfolding of future economic or business developments in a way anticipated or projected by the Company, involve numerous risks and uncertainties. Among those risks and uncertainties, many of which are beyond the control of the Company, include, without limitation, fluctuations in oil and gas prices; level of fleet additions by competitors and vessel overcapacity; changes in capital spending by customers in the energy industry for exploration, development and production; changing customer demands for different vessel specifications which may make some of our vessels technologically obsolete for certain customer projects; acts of terrorism; significant weather conditions; unsettled political conditions, war, civil unrest and governmental actions, especially in higher risk countries of operations; foreign currency fluctuations; and environmental and labor laws. Readers should consider all of these risk factors as well as other information contained in this report.

On March 15, 2006, J. Keith Lousteau, Executive Vice President and Chief Financial Officer and Joseph M. Bennett, Senior Vice President, Principal Accounting Officer and Chief Investor Relations Officer of Tidewater Inc., delivered a presentation at the Citigroup Small and Mid-Cap Conference in Las Vegas, Nevada on March 15, 2006.

The presentation slides include statements intended as forward-looking statements, which are subject to the cautionary statement about forward-looking statements set forth therein.

A copy of the slides presented by Tidewater Inc. at this conference is filed as Exhibit 99.1 to this Current Report and is incorporated herein by reference as if fully set forth. Also included as Exhibit 99.2 to this Current Report on Form 8-K is a transcript to the presentation at the Citigroup Small and Mid-Cap Conference.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits

The following exhibits are furnished with this Form 8-K:

- 99.1 Tidewater Inc. slide presentation to investors and analysts at the Citigroup Small and Mid-Cap Conference in Las Vegas, Nevada on March 15, 2006.
  
- 99.2 Transcript to the presentation at the Citigroup Small and Mid-Cap Conference in Las Vegas, Nevada on March 15, 2006.

SIGNATURE

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 hereunto duly authorized.

TIDEWATER INC.

By: /s/ J. Keith Lousteau  
J. Keith Lousteau  
Executive Vice President and Chief Financial

Officer

Date: March 16, 2006