

ENSCO INTERNATIONAL INC
Form 4
June 06, 2008

FORM 4 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).

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 *
Mills Charles A

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
500 N. AKARD STREET, SUITE 4300

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/04/2008

____ Director
 Officer (give title below) _____ Other (specify below)
Vice President

DALLAS, TX 75201-3331

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 06/04/2008 | | F | 778 | D \$ 71.35 | 21,725 | D |
| Common Stock | 06/05/2008 | | M | 6,945 | A \$ 26.85 | 28,670 | D |
| Common Stock | 06/05/2008 | | S | 6,945 | D \$ 74.2 | 21,725 | D |
| Common Stock | 06/05/2008 | | M | 5,954 | A \$ 26.85 | 27,679 | D |
| Common Stock | 06/05/2008 | | S | 5,954 | D \$ 74.21 | 21,725 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Stock | 06/05/2008 | M | 1,457 | A | \$ 26.85 | 23,182 | D |
| Common Stock | 06/05/2008 | S | 1,457 | D | \$ 74.31 | 21,725 | D |
| Common Stock | 06/05/2008 | M | 1,934 | A | \$ 26.85 | 23,659 | D |
| Common Stock | 06/05/2008 | S | 1,934 | D | \$ 74.34 | 21,725 | D |
| Common Stock | 06/05/2008 | M | 1,501 | A | \$ 26.85 | 23,226 | D |
| Common Stock | 06/05/2008 | S | 1,501 | D | \$ 74.22 | 21,725 | D |
| Common Stock | 06/05/2008 | M | 309 | A | \$ 26.85 | 22,034 | D |
| Common Stock | 06/05/2008 | S | 309 | D | \$ 74.35 | 21,725 | D |
| Common Stock | 06/05/2008 | M | 550 | A | \$ 26.85 | 22,275 | D |
| Common Stock | 06/05/2008 | S | 550 | D | \$ 74.38 | 21,725 | D |
| Common Stock | 06/05/2008 | M | 100 | A | \$ 26.85 | 21,825 | D |
| Common Stock | 06/05/2008 | S | 100 | D | \$ 74.47 | 21,725 | 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 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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Employee
Stock
Option
(Right to
Buy)

\$ 26.85

06/05/2008

M

18,750

06/01/2005⁽¹⁾

06/01/2009

Common
Stock

18,7

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Mills Charles A 500 N. AKARD STREET SUITE 4300 DALLAS, TX 75201-3331 | | | Vice President | |

Signatures

/s/ Cary A. Moomjian, Jr., by Power of
Attorney

06/06/2008

__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 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.

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