

WEATHERFORD INTERNATIONAL LTD

Form 10-Q/A

September 15, 2004

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 10-Q/A

**☐ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934**

For the quarterly period ended March 31, 2004

OR

**○ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934**

For the transition period from _____ to _____

Commission file number 1-31339

WEATHERFORD INTERNATIONAL LTD.

(Exact name of Registrant as specified in its Charter)

Bermuda

98-0371344

(State or other jurisdiction of
incorporation or organization)

(I.R.S. Employer
Identification No.)

515 Post Oak Boulevard
Suite 600
Houston, Texas

77027-3415

(Address of principal executive offices)

(Zip Code)

(713) 693-4000

(Registrant's telephone number, include area code)

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes No

Indicate by check mark whether the registrant is an accelerated filer (as defined in Exchange Act Rule 12b-2).

Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common shares, as of the latest practicable date:

<u>Title of Class</u>	<u>Outstanding at August 31, 2004</u>
Common Shares, par value \$1.00	133,573,064

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SIGNATURES

INDEX TO EXHIBITS

Weatherford International Ltd. Restricted Share Plan

Certification of CEO pursuant to Section 302

Certification of CFO pursuant to Section 302

Certification of CEO pursuant to Section 906

Certification of CFO pursuant to Section 906

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EXPLANATORY NOTE

This amendment to the quarterly report on Form 10-Q/A for the quarter ended March 31, 2004 of Weatherford International Ltd. (the Company) is being filed to replace Exhibit 10.2. In accordance with Rule 12b-15 under the Securities and Exchange Act of 1934, as amended, the text of the amended item is set forth in its entirety in the pages attached hereto.

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ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits:

Exhibit Number	Description
10.1	Trust under Weatherford International Ltd. Nonqualified Executive Retirement Plan dated March 23, 2004.
10.2	Weatherford International Ltd. Restricted Share Plan, including forms of agreement for officers and non-officers.
31.1	Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
31.2	Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
32.1	Certification of Chief Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
32.2	Certification of Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

Filed herewith

Filed on May 6, 2004 as an exhibit to the Registrant's Quarterly Report on Form 10-Q for the quarter ended March 31, 2004.

(b) Reports on Form 8-K:

1. Current Report on Form 8-K dated January 30, 2004, announcing earnings for the quarter ended December 31, 2003.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Weatherford International Ltd.

By: /s/ Bernard J. Duroc-Danner
Bernard J. Duroc-Danner
Chief Executive Officer
(Principal Executive Officer)

/s/ Lisa W. Rodriguez
Lisa W. Rodriguez
Senior Vice President and Chief
Financial Officer (Principal Financial
and Accounting Officer)

Date: September 15, 2004

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