

WEATHERFORD INTERNATIONAL LTD

Form 8-K

January 25, 2005

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

**FORM 8-K**

**CURRENT REPORT**

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

**Date of Report** (Date of earliest event reported): **January 20, 2005**

**WEATHERFORD INTERNATIONAL LTD.**

(Exact name of registrant as specified in charter)

**Bermuda**

(State of Incorporation)

**1-31339**

(Commission File No.)

**98-0371344**

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

**515 Post Oak Boulevard  
Suite 600**

**Houston, Texas**

(Address of Principal Executive  
Offices)

**77027**

(Zip Code)

**Registrant's telephone number, including area code: (713) 693-4000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- 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 1.01. Entry into a Material Definitive Agreement**

On January 20, 2005, our board of directors adopted the Weatherford Variable Compensation Plan. This plan is designed to motivate and reward employees whose efforts impact our performance. The plan will be applicable to 2005 and subsequent years, subject to the compensation committee of our board of directors establishing specific financial targets, if any, for each year. A copy of the plan is attached as an exhibit to this Form 8-K.

**Item 9.01. Financial Statements and Exhibits**

(c) Exhibit

10.1 Weatherford Variable Compensation Plan.

**SIGNATURES**

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.

**WEATHERFORD INTERNATIONAL  
LTD.**

Dated: January 25, 2005

/s/ Lisa W. Rodriguez  
Lisa W. Rodriguez  
Senior Vice President and Chief Financial  
Officer

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**INDEX TO EXHIBIT**

Number		Exhibit
10.1	Weatherford Variable Compensation Plan.	