

Edgar Filing: TIDEWATER INC - Form 8-K

TIDEWATER INC  
Form 8-K  
September 26, 2011

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*) **September 22, 2011**

**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))

**Item 2.02. Results of Operations and Financial Condition**

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 that may cause the Company's actual performance to be materially different from that stated or implied in the forward-looking statement. Among those risks and uncertainties, many of which are beyond the control of the Company, include, without limitation, volatility in worldwide energy demand and oil and gas prices; fleet additions by competitors and industry overcapacity; changes in capital spending by customers in the energy industry for offshore exploration, field development and production; changing customer demands for vessel specifications, which may make some of our older vessels technologically obsolete for certain customer projects or in certain markets; uncertainty of global financial market conditions and difficulty in accessing credit or capital; acts of terrorism and piracy; significant weather conditions; unsettled political conditions, war, civil unrest and governmental actions, such as expropriation, especially in higher risk countries where we operate; foreign currency fluctuations; labor influences proposed by international conventions; increased regulatory burdens and oversight following the Deepwater Horizon incident; and enforcement of laws related to the environment, labor and foreign corrupt practices. Readers should consider all of these risk factors as well as other information contained in this report.

On September 22, 2011, the company issued a press release announcing the following: (1) the company estimates its fiscal second quarter financial results for the three months ended September 30, 2011, are currently expected to reflect vessel revenues that are below the \$255 million to \$260 million range provided by the Company during its August 4, 2011, earnings conference call and actual vessel revenues of \$253 million that were reported for the June quarter; (2) that the Company has experienced delays in acceptance of the initial vessels that form a part of a nine vessel package that were committed to multi-year term charters with Saudi Aramco and start up delays on other projects; (3) based on actual results through August, the Company expects that both vessel operating expenses and general and administrative expenses for the September quarter will be above the general guidance that was provided on its August 4, 2011 earnings conference call; and (4) the date, time and telephone number for the company's earnings conference call scheduled on November 2, 2011 at 9:00 a.m. Central time.

The press release is filed as Exhibit 99.1 to this Current Report and is incorporated herein by reference as if fully set forth.

**Item 9.01. Financial Statements and Exhibits.**

(c) Exhibits

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

99.1 Press Release dated September 22, 2011.

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/ Quinn P. Fanning*  
Quinn P. Fanning

Executive Vice President and Chief Financial  
Officer

Date: September 23, 2011