

TIDEWATER INC  
Form 8-K  
July 25, 2012

**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) July 19, 2012

**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.)

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601 Poydras Street, Suite 1900

New Orleans, Louisiana  
(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)
- .. 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 7.01. Regulation 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 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 July 19, 2012, Jeffrey Platt, President and Chief Executive Officer of Tidewater Inc., Quinn Fanning, Executive Vice President and Chief Financial Officer, and Jeffrey Gorski, Executive Vice President and Chief Operating Officer, delivered a presentation at the 2012 Annual Meeting of Stockholders in New Orleans, Louisiana.

The following information is being provided under Item 7.01 Regulation FD Disclosure in this Current Report on Form 8-K: (1) a slide presentation presented at the 2012 Annual Meeting of Stockholders held on July 19, 2012 in New Orleans, Louisiana included as Exhibit 99.1 to this Current Report on Form 8-K and (2) a transcript to the 2012 Annual Meeting of Stockholders held on July 19, 2012 in New Orleans, Louisiana included as Exhibit 99.2 to this Current Report on Form 8-K. Both Exhibit 99.1 and 99.2 are incorporated herein by reference as if fully set forth.

The information contained in the transcript, which was prepared by Thomson Reuters, is a textual representation of the Company's stockholder meeting. There may be material errors, omissions or inaccuracies in the reporting of the contents of the stockholders' meeting. The Company assumes no responsibility to correct or update the third-party transcript. Users are advised to review the Company's stockholders' meeting itself (which is accessible via the Company's website) and the Company's SEC filings before making any investment or other decisions.

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

(d) Exhibits

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

99.1 Tidewater Inc. slide presentation presented at the 2012 annual meeting of stockholders held on July 19, 2012 in New Orleans, Louisiana.

99.2 Transcript to the 2012 annual meeting of stockholders held on July 19, 2012 in New Orleans, Louisiana.

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: July 24, 2012