TODCO Form 4 July 13, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

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Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * **RASK JAN A**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First) (Middle) TODCO [THE]

(Check all applicable)

2000 W. SAM HOUSTON PKWY

(Street)

3. Date of Earliest Transaction

(Month/Day/Year) 07/11/2005

_X__ Director 10% Owner X_ Officer (give title Other (specify

below) President and CEO

S., SUITE 800

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

HOUSTON, TX 77042-3615

(City)	(State)	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)	Code (Instr. 8)	4. Securit or(A) or Di (Instr. 3,	sposed 4 and (A) or	d of (D) 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 Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	07/11/2005		Code V M	Amount 50,000	(D)	Price \$ 12	206,596	D	
Class A Common Stock	07/11/2005		S <u>(1)</u>	300	D	\$ 28.99	206,296	D	
Class A Common Stock	07/11/2005		S <u>(1)</u>	200	D	\$ 28.98	206,096	D	
Class A Common	07/11/2005		S(1)	200	D	\$ 28.97	205,896	D	

Stock							
Class A Common Stock	07/11/2005	S <u>(1)</u>	700	D	\$ 28.96	205,196	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	1,100	D	\$ 28.95	204,096	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	1,400	D	\$ 28.94	202,696	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	1,900	D	\$ 28.93	200,796	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	3,700	D	\$ 28.92	197,096	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	2,600	D	\$ 28.91	194,496	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	3,100	D	\$ 28.9	191,396	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	2,300	D	\$ 28.89	189,096	D
Class A Common Stock	07/11/2005	S(1)	3,000	D	\$ 28.88	186,096	D
Class A Common Stock	07/11/2005	S(1)	800	D	\$ 28.87	185,296	D
Class A Common Stock	07/11/2005	S(1)	2,600	D	\$ 28.86	182,696	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	1,300	D	\$ 28.85	181,396	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	900	D	\$ 28.84	180,496	D
Class A Common Stock	07/11/2005	S(1)	2,200	D	\$ 28.83	178,296	D

Class A Common Stock	07/11/2005	S <u>(1)</u>	2,100	D	\$ 28.82	176,196	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	1,300	D	\$ 28.81	174,896	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	500	D	\$ 28.8	174,396	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	600	D	\$ 28.79	173,796	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	1,100	D	\$ 28.78	172,696	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	100	D	\$ 28.77	172,596	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	1,900	D	\$ 28.76	170,696	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	300	D	\$ 28.75	170,396	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	300	D	\$ 28.72	170,096	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	200	D	\$ 28.71	169,896	D
Class A Common Stock	07/11/2005	S <u>(1)</u>	400	D	\$ 28.69	169,496	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.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3) Price of Derivative Security

(Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of

(D) (Instr. 3, 4, and 5)

(D)

Code V (A)

Date Expiration Exercisable Date

Title

Amount or Number of Shares

50,000

Employee

Stock
Option
(right to

\$ 12 07/11/2005

M

50,000 02/10/2004 02/09/2014 Common

Class A

Stock

buy)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RASK JAN A

2000 W. SAM HOUSTON PKWY S., SUITE 800 HOUSTON, TX 77042-3615

X

President and CEO

Signatures

Jan Rask by Randall A. Stafford, Attorney in Fact

07/13/2005

**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 sale reported in the Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 16, 2005 Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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