

Hatfield Gregory Michael
 Form 4
 August 15, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Hatfield Gregory Michael

2. Issuer Name and Ticker or Trading Symbol
 ROWAN COMPANIES INC [RDC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 2800 POST OAK BLVD, SUITE 5450
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/12/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Controller

HOUSTON, TX 77056-6127

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 08/12/2005 | | M | | 1,250 A \$ 22 7,591 ⁽¹⁾ | D | |
| Common Stock | 08/12/2005 | | M | | 1,256 A \$ 6.19 8,847 ⁽¹⁾ | D | |
| Common Stock | 08/12/2005 | | S | | 900 D \$ 36.52 7,947 ⁽¹⁾ | D | |
| Common Stock | 08/12/2005 | | S | | 500 D \$ 36.45 7,447 ⁽¹⁾ | D | |
| Common Stock | 08/12/2005 | | S | | 100 D \$ 36.46 7,347 ⁽¹⁾ | D | |

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Option (Right to Buy) | \$ 22 | 08/12/2005 | | M | 1,250 | 04/26/2002 ⁽²⁾ 04/26/2011 | Common Stock | 1,250 |
| Option (Right to Buy) | \$ 6.19 | 08/12/2005 | | M | 1,256 | 04/25/2004 ⁽³⁾ 04/25/2013 | Common Stock | 1,256 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------|-------|
| | Director | 10% Owner | Officer | Other |
| Hatfield Gregory Michael 2800 POST OAK BLVD SUITE 5450 HOUSTON, TX 77056-6127 | | | Controller | |

Signatures

/s/ Gregory M. Hatfield 08/15/2005

**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)

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Reflects the Reporting Person's aggregated directly-owned and indirectly-owned shares (1,691), the latter being shares in the Rowan Common Stock Fund under the Company's 401(k) plan (a unitized plan) at July 31, 2005, such number of shares, which fluctuates, being calculated as equivalent values based upon the value of the total units divided by the corresponding closing price of the underlying Rowan Common Stock on that date.

- (2) This option vests in four installments on April 26, 2002, 2003, 2004 and 2005.
- (3) This option vests in four installments on April 26, 2004, 2005, 2006 and 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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