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): February 11, 2019

Diamond Offshore Drilling, Inc.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation) 1-13926 (Commission file number) 76-0321760 (I.R.S. Employer Identification No.)

15415 Katy Freeway Houston, Texas 77094 (Address of principal executive offices, including Zip Code)

(281) 492-5300

(Registrant's telephone number, including area code)

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:

□ 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)

Dere-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Dere-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company \Box

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. \Box

Item 2.02. Results of Operations and Financial Condition

On February 11, 2019, Diamond Offshore Drilling, Inc. (the "Company") issued a press release announcing its financial results for the fiscal quarter ended December 31, 2018. A copy of the press release is furnished herewith as Exhibit 99.1.

Item 7.01. Regulation FD Disclosure

A conference call to discuss the Company's earnings results has been scheduled for 8:00 a.m. Central Time on February 11, 2019. The information for accessing the conference call is included in the press release.

The Company hereby incorporates by reference into this Item 7.01 the summary report of the status, as of February 11, 2019, of the Company's offshore drilling rigs attached as Exhibit 99.2.

The information contained in Items 2.02 and 7.01 and Exhibits 99.1 and 99.2 to this report shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and shall not be incorporated by reference into any previous or future registration statement filed under the Securities Act of 1933, as amended (the "Securities Act"), unless specifically identified therein as being incorporated by reference.

Statements in this report, statements in the press release furnished as Exhibit 99.1 to this report or the rig status report furnished as Exhibit 99.2 to this report, and statements made during the conference call described in this report, in each case that are not historical facts are "forward-looking statements" within the meaning of Section 27A of the Securities Act and Section 21E of the Exchange Act. Such statements include, but are not limited to, statements concerning future contract effectiveness and estimated duration; expectations regarding rig dayrates, downtime, reactivation, surveys, retirement, availability, utilization and scrapping; plans for rig upgrades or reactivations; expectations regarding future impairments; expectations of future backlog and revenue expected to result from backlog; expectations of future revenue, operating costs and performance; future liquidity, financial condition, market conditions, commodity prices and strategic opportunities; contract noncompliance by customers and other third parties; rights, obligations and future actions under letters of intent; outcomes of customer discussions; future impact of regulations; future outcome of litigation; and other statements that are not of historical fact. Forward-looking statements are inherently uncertain and subject to a variety of assumptions, risks and uncertainties that could cause actual results to differ materially from those currently anticipated or expected by management of the Company. A discussion of certain of the risk factors and other considerations that could materially impact these matters as well as the Company's overall business and financial performance can be found in the Company's reports filed with the Securities and Exchange Commission, and readers of this report are urged to review those reports carefully when considering these forward-looking statements. These risk factors include, among others, risks associated with worldwide demand for drilling services, level of activity in the oil and gas industry, renewing or replacing expired or terminated contracts, contract cancellations and terminations, maintenance and realization of backlog, competition and industry fleet capacity, litigation and disputes, operating risks and various other factors, many of which are beyond the Company's control. Given these risk factors and other considerations, investors and analysts should not place undue reliance on forward-looking

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statements. Each forward-looking statement speaks only as of the date of such statement, and the Company expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statement to reflect any change in the Company's expectations with regard thereto or any change in events, conditions or circumstances on which any forward-looking statement is based.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits.

Exhibit number	Description
99.1	Press Release dated February 11, 2019
99.2	Rig Status Report as of February 11, 2019

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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.

Date: February 11, 2019

DIAMOND OFFSHORE DRILLING, INC.

By: /s/ DAVID L. ROLAND

David L. Roland Senior Vice President, General Counsel and Secretary



Contact: Samir Ali Vice President, Investor Relations & Corporate Development (281) 647-4035

Diamond Offshore Announces Fourth Quarter 2018 Results

- Net loss of \$(79) million, or \$(0.58) per diluted share
- Adjusted net loss of \$(58) million, or \$(0.42) per diluted share

HOUSTON, February 11, 2019 — Diamond Offshore Drilling, Inc. (NYSE: DO) today reported the following results for the fourth quarter of 2018:

	Three Months Ended						
Thousands of dollars, except per share data	Decen	nber 31, 2018	Septe	mber 30, 2018			
Total revenues	\$	232,522	\$	286,322			
Operating loss		(37,277)		(23,043)			
Adjusted operating loss		(37,161)		(4,794)			
Net loss		(79,207)		(51,112)			
Adjusted net loss		(57,776)		(35,257)			
Loss per diluted share	\$	(0.58)	\$	(0.37)			
Adjusted loss per diluted share	\$	(0.42)	\$	(0.26)			

"We continued to make strong progress with another active contracting quarter resulting in approximately 33 months of additional backlog secured," said Marc Edwards, President and Chief Executive Officer. "Among the new fixtures is a 15-month contract for the *Ocean Valiant* and a one-year contract for the *Ocean Onyx*, which we are upgrading and reactivating for the new work. Additional awards were for the *Ocean Apex* and *Ocean Monarch* in Australia."

As of January 1, 2019, the Company's total contracted backlog was \$2.0 billion, not including \$135 million margin commitment from one of the Company's customers.

CONFERENCE CALL

A conference call to discuss Diamond Offshore's earnings results has been scheduled for 8:00 a.m. CST today. A live webcast of the call will be available online on the Company's website, www.diamondoffshore.com. Those interested in participating in the question and answer session should dial 844-492-6043 or 478-219-0839 for international callers. The conference ID number is 7757436. An online replay will also be available on www.diamondoffshore.com following the call.

ABOUT DIAMOND OFFSHORE

Diamond Offshore is a leader in offshore drilling, providing innovation, thought leadership and contract drilling services to solve complex deepwater challenges around the globe. Additional information and access to the Company's SEC filings are available at www.diamondoffshore.com. Diamond Offshore is owned 53% by Loews Corporation (NYSE: L).

FORWARD-LOOKING STATEMENTS

Statements contained in this press release or made during the above conference call that are not historical facts are "forward-looking statements" within the meaning of the federal securities laws. Forward-looking statements are inherently uncertain and subject to a variety of assumptions, risks and uncertainties that could cause actual results to differ materially from those anticipated or expected by management of the Company. A discussion of certain of the important risk factors and other considerations that could materially impact these matters as well as the Company's overall business and financial performance can be found in the Company's reports filed with the Securities and Exchange Commission, and readers of this press release are urged to review those reports carefully when considering these forward-looking statements. Copies of these reports are available through the Company's website at www.diamondoffshore.com. These risk factors include, among others, risks associated with worldwide demand for drilling services, level of activity in the oil and gas industry, renewing or replacing expired or terminated contracts, contract cancellations and terminations, maintenance and realization of backlog, competition and industry fleet capacity, impairments and retirements, operating risks, litigation and disputes, changes in tax laws and rates, regulatory initiatives and compliance with governmental regulations, casualty losses, and various other factors, many of which are beyond the Company's control. Given these risk factors, investors and analysts should not place undue reliance on forward-looking statements. Each forward-looking statement speaks only as of the date of this press release. The Company expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statement to reflect any change in the Company's expectations with regard thereto or any change in events, conditions or circumstances on which any forward-looking statement is based.

DIAMOND OFFSHORE DRILLING, INC. AND SUBSIDIARIES CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS (Unaudited)

(In thousands, except per share data)

	De	cember 31,	Three Months EndedSeptember 30,December 31,				Twelve Months December 3		ded	
		2018	50	2018		2017	2	018		2017
Revenues:										
Contract drilling	\$	226,003	\$	280,691	\$	337,809	\$1,0	59,973	\$1,4	451,219
Revenues related to reimbursable expenses		6,519		5,631	_	8,399		23,242		34,527
Total revenues		232,522		286,322		346,208	1,0	83,215	1,4	485,746
Operating expenses:										
Contract drilling, excluding depreciation		160,368		188,456		204,152	7	22,834	;	801,964
Reimbursable expenses		6,459		5,574		8,256		22,917		33,744
Depreciation		86,255		81,884		86,203	3	31,789		348,695
General and administrative		15,294		33,308		20,206		85,351		74,505
Impairment of assets				—		28,045		27,225		99,313
Restructuring and separation costs		116		649		14,146		5,041		14,146
Loss (gain) on disposition of assets		1,307		(506)		(8,415)		241		(10,500)
Total operating expenses		269,799		309,365		352,593	1,1	95,398	1,	361,867
Operating (loss) income		(37,277)		(23,043)		(6,385)	(1	12,183)		123,879
Other income (expense):										
Interest income		2,476		2,364		1,126		8,477		2,473
Interest expense, net of amounts capitalized		(31,044)		(34,293)		(30,119)	(1	23,240)		113,528)
Loss on extinguishment of senior notes		—		—		_		—		(35,366)
Foreign currency transaction loss		(494)		(743)		(611)		(379)		(1,128)
Other, net	_	36		(179)		908		700		2,230
Loss before income tax benefit		(66,303)		(55,894)		(35,081)	(2	26,625)		(21,440)
Income tax (expense) benefit		(12,904)		4,782		3,140		46,353		39,786
Net (loss) income	\$	(79,207)	\$	(51,112)	\$	(31,941)	\$ (1	80,272)	\$	18,346
(Loss) earnings per share	\$	(0.58)	\$	(0.37)	\$	(0.23)	\$	(1.31)	\$	0.13
Weighted-average shares outstanding:										
Shares of common stock		137,436		137,434		137,228	1	37,399		137,213
Dilutive potential shares of common stock			_							52
Total weighted-average shares outstanding	_	137,436	_	137,434	_	137,228	1	37,399	_	137,265

DIAMOND OFFSHORE DRILLING, INC. AND SUBSIDIARIES CONDENSED CONSOLIDATED BALANCE SHEETS (Unaudited) (In thousands)

	December 31, 2018	December 31, 2017
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 154,073	\$ 376,037
Marketable securities	299,849	
Accounts receivable, net of allowance for bad debts	168,620	256,730
Prepaid expenses and other current assets	163,396	157,625
Assets held for sale		96,261
Total current assets	785,938	886,653
Drilling and other property and equipment, net of accumulated depreciation	5,184,222	5,261,641
Other assets	65,534	102,276
Total assets	\$6,035,694	\$6,250,570
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities	\$ 236,846	\$ 223,288
Long-term debt	1,973,922	1,972,225
Deferred tax liability	104,380	167,299
Other liabilities	135,893	113,497
Stockholders' equity	3,584,653	3,774,261
Total liabilities and stockholders' equity	\$6,035,694	\$6,250,570

DIAMOND OFFSHORE DRILLING, INC. AND SUBSIDIARIES CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (Unaudited) (In thousands)

	Years E Decemb	er 31,
Operating activities:	2018	2017
Net (loss) income	\$ (180,272)	\$ 18,346
Adjustments to reconcile net (loss) income to net cash provided by operating activities	φ (100,272)	φ 10,540
Depreciation	331,789	348.695
Loss on impairments of assets	27,225	99,313
Loss on extinguishment of senior notes	_	35,366
Deferred tax provision	(75,993)	(72,127)
Deferred contract costs, net	22,765	46,337
Other	(534)	24,991
Net changes in operating working capital	107,078	(7,113)
Net cash provided by operating activities	232,058	493,808
Investing activities:		
Capital expenditures	(222,406)	(139,581)
Proceeds from disposition of assets, net of disposal costs	70,067	15,196
Proceeds from maturities of marketable securities	1,600,000	35
Purchase of marketable securities	(1,895,997)	—
Net cash used in investing activities	(448,336)	(124,350)
Financing activities:		
Redemption of senior notes	_	(500,000)
Payment of debt extinguishment costs	—	(34,395)
Proceeds from issuance of senior costs	—	496,360
Repayment of short-term borrowings, net	—	(104,200)
Other	(5,686)	(7,419)
Net cash used in financing activities	(5,686)	(149,654)
Net change in cash and cash equivalents	(221,964)	219,804
Cash and cash equivalents, beginning of period	376,037	156,233
Cash and cash equivalents, end of period	\$ 154,073	\$ 376,037

DIAMOND OFFSHORE DRILLING, INC. AND SUBSIDIARIES AVERAGE DAYRATE, UTILIZATION AND OPERATIONAL EFFICIENCY

(Dayrate in thousands)

	Fourth Quarter 2018			Third Quarter 2018				Fourth Quarter 2017				
	Average Dayrate (1)	Utilization (2)	Operational Efficiency (3)	Average Dayrate (1)	Utilization (2)	Operational Efficiency (3)		erage yrate (1)	Utilization (2)	Operational Efficiency (3)		
Floaters	\$ 315	46%	95.4%	\$ 333	54%	97.0%	\$	366	49%	98.7%		
Jack-ups	—	_		_			\$	75	65%	100.0%		
Fleet Total			95.4%			97.0%				98.8%		

(1) Average dayrate is defined as contract drilling revenue for all of the specified rigs in our fleet per revenue-earning day. A revenue-earning day is defined as a 24-hour period during which a rig earns a dayrate after commencement of operations and excludes mobilization, demobilization and contract preparation days.

(2) Utilization is calculated as the ratio of total revenue-earning days divided by the total calendar days in the period for all specified rigs in our fleet (including cold-stacked rigs). Our current fleet includes three floaters that are cold stacked.

(3) Operational efficiency is calculated as the ratio of total revenue-earning days divided by the sum of total revenue-earning days plus the number of days (or portions thereof) associated with unanticipated, non-revenue earning equipment downtime.

Non-GAAP Financial Measures (Unaudited)

To supplement the Company's unaudited condensed consolidated financial statements presented on a GAAP basis, this press release provides investors with adjusted operating income, adjusted net income and adjusted earnings per diluted share, which are non-GAAP financial measures. Management believes that these measures provide meaningful information about the Company's performance by excluding certain charges that may not be indicative of the Company's ongoing operating results. This allows investors and others to better compare the company's financial results across previous and subsequent accounting periods and to those of peer companies and to better understand the long-term performance of the Company. Non-GAAP financial measures should be considered to be a supplement to, and not as a substitute for, or superior to, financial measures prepared in accordance with GAAP.

In order to fully assess the financial operating results of the Company, management believes that the results of operations adjusted to exclude restructuring and separation costs incurred in 2018, costs incurred in the third quarter 2018 for settlement of a previously pending legal claim, the loss on a rig sale recognized in the third quarter 2018, as well as the related tax effects thereof and other discrete tax items, are appropriate measures of the continuing and normal operations of the Company. However, these measures should be considered in addition to, and not as a substitute for, or superior to, contract drilling revenue, contract drilling expense, operating income, cash flows from operations or other measures of financial performance prepared in accordance with GAAP.

	Three Months Ended				
	December 31, 2018	September 30, 2018			
Reconciliation of As Reported Operating Loss to Adjusted Operating	2010	2010			
Loss:					
(In thousands)					
As reported operating loss	\$ (37,277)	\$ (23,043)			
Impairments and other charges:					
Legal settlement		17,500			
Restructuring and separation costs	116	649			
Loss on sale of rigs		100			
Adjusted operating loss	\$ (37,161)	\$ (4,794)			
Reconciliation of As Reported Net Loss to Adjusted Net Loss:					
(In thousands)					
As reported net loss	\$ (79,207)	\$ (51,112)			
Impairments and other charges:					
Legal settlement	—	17,500			
Restructuring and separation costs	116	649			
Loss on sale of rigs	—	100			
Tax effect of impairments and other charges:					
Legal settlement	—	(2,296)			
Restructuring and separation costs	(26)	(85)			
Loss on sale of rigs	—	(13)			
Other discrete items (1)	21,341				
Adjusted net loss	<u>\$ (57,776)</u>	\$ (35,257)			

	Three Months Ended			
	ember 31, 2018		ember 30, 2018	
Reconciliation of As Reported Loss per Diluted Share to Adjusted				
Loss per Diluted Share:				
As reported loss per diluted share	\$ (0.58)	\$	(0.37)	
Impairments and other charges:				
Legal settlement			0.12	
Restructuring and separation costs			0.01	
Tax effect of impairments and other charges:				
Legal settlement			(0.02)	
Restructuring and separation costs	—			
Other discrete items (1)	0.16			
Adjusted loss per diluted share	\$ (0.42)	\$	(0.26)	

(1) Represents the aggregate of certain discrete income tax adjustments recognized during the fourth quarter of 2018, primarily related to limitations of our foreign tax credit utilization as a result of recently proposed regulations corresponding to the U.S. tax reform legislation enacted in December of 2017.



RECENT COMMITMENTS (See Body of Report For Contract Details)

Ocean Apex Ocean Monarch Ocean Onyx Ocean Valiant

	Water					Contract					
	Depth ¹	_	Year	_		Dayrate	Estimated	Estimated		Downtime ⁴	
Rig Name	(feet)	Type ²	Built	³ Location	Operator	(USD)	Start Date	End Date	Status	1Q19 E	Comments
									Totals:	63	
Gulf of Mexico											
Ocean BlackHawk	12,000	DS 15K DF	2014	US GOM	Anadarko	495,000	mid Jun 2014	mid Apr 2020		32	Special Survey & upgrades at zero rate planned for Mar 19 - Jun 19
						Undisclosed	mid Apr 2020	mid Apr 2021	1-		Revenue recognition in the low \$400's from
							•		year extension + option		Jun 18 - Apr 21
Ocean BlackHornet	12,000	DS 15K DF	P 2014	US GOM	Anadarko	495,000	mid Apr 2015	Jun 2019	-p	1	Special Survey & upgrades at zero rate planned for 2H 2019
				Global	BP	Undisclosed	1Q 2020	1Q 2022	2-year term + 2 x 1 year options		
Ocean BlackRhino	12,000	DS 15K DF	2014	US GOM	Hess	400,000	mid Feb 2017	early May 2020) 3-year term	1	Special Survey at zero rate planned for 2H 2019
Ocean BlackLion	12,000	DS 15K DF	2015	US GOM	Hess	400,000	mid Feb 2016	late Feb 2020	4-year term	18	
Rig TBD	12,000	DS 15K DF)	Global	BP	Undisclosed	2Q 2020	2Q 2022	2-year term + 2 x 1 year		
									options		
North Sea / Medit	0××2002	n/W Africa									
Ocean Patriot		SS 15K		UK	Apache	Undisclosed	early Jun 2018	early Jun 2020	2-year term + options		
Ocean Valiant	5,500	SS 15K	1988	UK	Total	Undisclosed	early Nov 2016	late Dec 2019	Well based	3	
					Shell	Undisclosed	late Dec 2019	late Mar 2021	contract Well based contract		
Ocean Endeavor	10 000	SS 15K	2007	UK	Shell	Undisclosed	early May 2010	early May 2021			Undergoing Reactivated
Occur Endeavor	10,000	55 1510	2007	on	biicii	endisclosed	curry may 2010	, carry 1110y 2021	option wells		ondergoing reactivated
Ocean GreatWhite	10,000	SS 15K DP	2016	UK	Siccar Point	Undisclosed	early Mar 2019	mid Jul 2019	3 wells		
Australasia											
Ocean Apex	6 000	SS 15K	2014	Australia	Woodside	Undicolocod	early May 2019	late Jul 2010	2 wells		
Ocean Apex	0,000	55 IJK	2014	Australia	Shell			early Oct 2019			
				Australia	Woodside		early Jan 2020		4 wells		
Ocean Onyx	6,000	SS 15K	2014	Australia	Beach		early Jan 2020		6 Wells + 5 option wells		Undergoing Upgraded and Reactivated in Singapore
Ocean Monarch	10,000	SS 15K	2008	Australia	Exxon / Cooper	Undisclosed	mid Feb 2019	late Jun 2019	5 wells + 1		Singapore
	-,								option well		
				Myanmar	Posco Daewoo	Undisclosed	early Nov 2019	mid Mar 2021	7 wells + 5 option wells		
South America											
Ocean Courage	10,000	SS 15K DP	2009	Brazil	Petrobras	380,000	late Feb 2018	late Jul 2020	Term extension	7	Special Survey at zero rate planned for Apr 19 - May 19
Ocean Valor	10,000	SS 15K DP	2009	Brazil	Petrobras	289,000	mid Nov 2018	mid Nov 2020	2-year term extension	1	~\$40MM retroactive credit to be amortized over 2 vear extension
Stacked											
Ocean Guardian	1,500	SS 15K	1985	UK			_		Stacked		
Ocean America		SS 15K	1988	Malaysia		_		_	Stacked		
Ocean Rover		SS 15K	2003	Malaysia	_	—	_	_	Stacked		
Ocean Confidence	10,000	SS 15K DP	2001	Canary Islands					Stacked		

NOTES

(1) Water Depth refers to the rig's rated operating water depth capability. Often, rigs are capable of drilling or have drilled in greater water depths.

(2) Rig Type and Capabilities:

SS=Semisubmersible; DS=Drillship; 15K=15,000 PSI Well-Control System; DP=Dynamically Positioned Rig

(3) Year Built represents when rig was built and originally placed in service or year redelivered with significant enhancements that enabled the rig to be classified within a different floater category than when originally constructed.

(4) **Downtime** only includes downtime periods that as of this report date are experienced, or have been planned and estimable and/or do not necessarily reflect actual downtime experienced. <u>Additional downtime may be experienced</u> in the form of possible mobes for new jobs not yet contracted, possible acceptance testing at new jobs, and unplanned maintenance and repairs. Survey start times may also be accelerated or delayed for various reasons.

General Notes

Rig utilization: Can be adversely impacted by additional downtime due to unscheduled repairs and maintenance, and other factors.

Options: should be assumed to be unpriced unless otherwise indicated.

Dayrates: exclude amortized revenue related to amounts earned for certain activities, such as mobe, demobe, contract preparation, etc.

Survey Costs: During surveys, normal operating expense will be incurred, plus additional costs.

US GOM: U.S. Gulf of Mexico

Please refer to accompanying disclaimer as well as Diamond Offshore's 10-K and 10-Q filings with the SEC.



Diamond Offshore Drilling, Inc. Rig Status Report

Statements contained in this report that are not historical facts are "forward-looking statements" within the meaning of the federal securities laws. Forward-looking statements are inherently uncertain and subject to a variety of assumptions, risks and uncertainties that could cause actual results to differ materially from those anticipated or expected by management of the Company. A discussion of the important risk factors and other considerations that could materially impact these matters as well as the Company's overall business and financial performance can be found in the Company's reports filed with the Securities and Exchange Commission, and readers of this report are urged to review those reports carefully when considering these forward-looking statements. Copies of these reports are available through the Company's website at <u>www.diamondoffshore.com</u>. These risk factors include, among others, risks associated with worldwide demand for drilling services, level of activity in the oil and gas industry, renewing or replacing expired or terminated contracts, contract cancellations and terminations, maintenance and realization of backlog, competition and industry fleet capacity, impairments and retirements, operating risks, changes in tax laws and rates, regulatory initiatives and compliance with governmental regulations, construction of new builds, casualty losses, and various other factors, many of which are beyond the Company's control. Given these risk factors, investors and analysts should not place undue reliance on forward-looking statements. Each forward-looking statement speaks only as of the date of this report. The Company expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statement to reflect any change in the Company's expectations with regard thereto or any change in events, conditions or circumstances on which any forward-looking statement is based.

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