

\$805,000,000

Diamond Offshore Drilling, Inc.

Zero Coupon Convertible Debentures Due June 6, 2020

This prospectus supplement relates to the resale by the holders of our Zero Coupon Convertible Debentures Due June 6, 2020 and the shares of our common stock issuable upon the conversion of the debentures.

This prospectus supplement should be read in conjunction with, and may not be delivered or utilized without, the prospectus dated October 12, 2000. The terms of the debentures are set forth in the prospectus.

The information in the table appearing under the heading "Selling Securityholders" in the prospectus is amended by adding the information below with respect to persons not previously listed in the prospectus and by superceding the information with respect to persons previously listed in the prospectus that are listed below.

NAME	PRINCIPAL AMOUNT AT MATURITY OF DEBENTURES BENEFICIALLY OWNED THAT MAY BE SOLD	PERCENTAGE OF DEBENTURES OUTSTANDING	NUMBER OF CONVERSION SHARES THAT MAY BE SOLD
Alta Partners Holdings, LDC.....	12,500,000	1.55	107,593
Conesco Fund Group - Convertible Securities Fund.....	1,000,000	0.12	8,607
Conesco Annuity Assurance - Multi-Bucket Annuity Convertible Bond Fund.....	3,000,000	0.37	25,822
Conesco Annuity Assurance Company - Convertible.....	1,000,000	0.12	8,607
Employee Benefit Convertible Securities Fund.....	500,000	0.06	4,303
Nations Convertible Securities Fund	8,400,000	1.04	72,303
SG Cowen Securities Corporation.....	15,000,000	1.86	129,112
Allstate Insurance Company.....	5,000,000	0.62	43,037
Allstate Life Insurance Company.....	13,000,000	1.61	111,897
Onxy Fund Holdings, LDC.....	11,000,000	1.37	94,962
Clinton Riverside Convertible Portfolio Limited.....	5,000,000	0.62	43,037
Salomon Smith Barney Inc.	2,000,000	0.25	17,215
Any other holder of Debentures or future transferee from any such holder (1).....	353,563,000	43.92%	3,043,293
Total.....	\$805,000,000	100.00%	6,929,036(2)

(1) Information concerning other selling holders of Debentures will be set forth in prospectus supplements from time to time, if required.

(2) The conversion shares do not total 6,929,038 shares due to rounding resulting from the elimination of fractional shares.

The date of this prospectus supplement is October 23, 2000.