

PARKER DRILLING CO /DE/  
Form 4  
June 23, 2008

**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 \*  
**POTTER RONALD C**

2. Issuer Name and Ticker or Trading Symbol  
**PARKER DRILLING CO /DE/ [PKD]**

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)  
  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**VP/General Counsel/Corp Sec**

(Last) (First) (Middle)  
  
**1401 ENCLAVE PARKWAY,  
SUITE 600**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**06/19/2008**

**HOUSTON, TX 77077**

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			
401K Common Stock <sup>(1)</sup>					3,805.1	I	401(k) Plan
Common Stock					1,000	I	By son
Common Stock					600	I	By other son
Common Stock	06/19/2008		M	1,600 A \$ 2.61	105,326	D	
	06/19/2008		S	1,600 D \$ 10	103,726	D	



## Signatures

Ronald C Potter

06/23/2008

\*\*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) 401K shares owned as of June 4, 2008

These options to acquire common stock vested and became exercisable as follows: 12,500 on 7/15/03, 12,500 on 7/15/04, 12,500 on

(2) 7/15/05 and 12,500 on 7/15/06. The first 12,500 options were exercised and sold on January 3, 2006, as reported on Form 4 dated January 5, 2006.

(3) Same as footnote number 2.

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.