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CAL DIVE INTERNATIONAL INC

Form 8-K November 01, 2002

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) October 31, 2002

CAL DIVE INTERNATIONAL, INC. (Exact name of registrant as specified in its charter)

MINNESOTA (State or other jurisdiction of incorporation of organization)

95-3409686 (I.R.S. Employer Identification No.)

400 N. SAM HOUSTON PARKWAY E., SUITE 400, HOUSTON, TEXAS
(Address of Principal Executive Offices)

77060 (Zip Code)

(281) 618-0400 (Registrant's telephone number, including area code)

None

(Former name, former address and former fiscal year, if changed since last report)

- Item 7. Financial Statements and Exhibits.
 - (c) Exhibits.
 - 99.1 -- 2002 Third Quarter Report to Shareholders of Cal Dive International, Inc.
- Item 9. Regulation FD Disclosure

In accordance with General Instruction B.2. of Form 8-K, the

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information incorporated by reference herein should not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference in such a filing.

The 2002 Third Quarter Report to Shareholders which discusses Cal Dive's third quarter financial results and its forecast for its fourth quarter ending December 31, 2002 is filed as Exhibit 99.1 and is incorporated herein by reference.

CAL DIVE INTERNATIONAL, INC.

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 thereunto duly authorized.

Date: October 31, 2002

CAL DIVE INTERNATIONAL, INC.

By: /s/ S. JAMES NELSON

S. James Nelson

By: /s/ A. WADE PURSELL

Vice Chairman

A. Wade Pursell Senior Vice President and Chief Financial Officer

EXHIBIT INDEX

EXHIBIT

NO. DESCRIPTION

99.1 -- 2002 Third Quarter Report to Shareholders of Cal Dive International, Inc.