

PARKER DRILLING CO /DE/

Form DEFA14A

March 24, 2006

OMB APPROVAL

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

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934 (Amendment No. )

Filed by the Registrant   
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**Parker Drilling Company**

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(Name of Registrant as Specified In Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

1) Title of each class of securities to which transaction applies:

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2) Aggregate number of securities to which transaction applies:

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3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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4) Proposed maximum aggregate value of transaction:

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5) Total fee paid:

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o Fee paid previously with preliminary materials.

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o Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

1) Amount Previously Paid:

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2) Form, Schedule or Registration Statement No.:

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3) Filing Party:

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4) Date Filed:

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SEC 1913 (02-02)

**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 control number.**

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PARKER DRILLING COMPANY  
1401 ENCLAVE PARKWAY, SUITE 600  
HOUSTON, TEXAS 77077  
SUPPLEMENT TO THE PROXY STATEMENT  
DATED MARCH 23, 2006

Dear Parker Drilling Shareholder:

The following information was inadvertently omitted from page 21 of the Proxy Statement dated March 23, 2006, under Certain Relationships and Related Party Transactions :

Mr. James W. Whalen, who is standing for election as a Class I Director at the Annual Meeting, entered into a Consulting Agreement with the Company concurrently with his resignation as Chief Financial Officer on October 29, 2005 (the Consulting Agreement ), a copy of which was filed as Exhibit 10.1 to Form 8-K dated November 1, 2005. The Consulting Agreement provides that Mr. Whalen will provide consulting services on special projects as a special assistant to the CEO. The initial term of the Consulting Agreement ends December 31, 2006, and provides that Mr. Whalen will be compensated in an amount equal to the 2005 Incentive Compensation Bonus ( 2005 ICP ) he would have received had he remained an employee as of the date the 2005 ICP was paid, plus Mr. Whalen will receive continued medical benefits under the Company s medical plan through December 31, 2005, and be allowed to retain his stock options and restricted stock. Mr. Whalen was paid \$416,655 on February 24, 2006, pursuant to his Consulting Agreement.

Sincerely,

Ronald C. Potter

Corporate Secretary

March 24, 2006