

TORCH OFFSHORE INC  
Form 8-K  
June 12, 2001

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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): JUNE 6, 2001

TORCH OFFSHORE, INC.  
(Exact name of registrant as specified in its charter)

DELAWARE (State or other jurisdiction of incorporation)	000-32855 (Commission File Number)	74-2982117 (IRS Employer Identification No.)
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401 WHITNEY AVENUE, SUITE 400 GRETNA, LOUISIANA (Address of principal executive offices)	70056-2596 (Zip Code)
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Registrant's telephone number, including area code: (504) 367-7030

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ITEM 5. OTHER EVENTS.

On June 6, 2001, Torch Offshore, Inc. (the "Company") entered into a Registration Rights Agreement (the "Registration Rights Agreement") with Friends of Lime Rock LP and Riverside Investments LLC relating to the registration of certain shares of the common stock, par value \$0.01 per share, of the Company.

Filed as an exhibit to this report is the Registration Rights Agreement.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits.

The following exhibit is filed herewith:

Exhibit No.	Description
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4.1 Registration Rights Agreement, dated June 6, 2001, among the Company,  
Friends of Lime Rock LP and Riverside Investments LLC

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SIGNATURE

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.

TORCH OFFSHORE, INC.

Date: June 11, 2001

By: /s/ WILLIAM J. BLACKWELL

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William J. Blackwell  
Chief Financial Officer

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INDEX TO EXHIBITS

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