

ATWOOD OCEANICS INC  
Form 425  
August 14, 2017

**Filed by Enesco plc**

**Pursuant to Rule 425 under the Securities Act of 1933**

**and deemed filed pursuant to Rule 14a-12**

**under the Securities Exchange Act of 1934**

**Subject Company: Atwood Oceanics, Inc.**

**Commission File Number: 001-13167**

This filing relates to the proposed merger between Enesco plc (the *Company*) and Atwood Oceanics, Inc. (*Atwood*) pursuant to the terms of an Agreement and Plan of Merger, dated as of May 29, 2017 (the *Merger Agreement*), by and among the Company, Atwood and Echo Merger Sub LLC, a wholly owned subsidiary of the Company. The Merger Agreement is on file with the Securities and Exchange Commission as an exhibit to the Current Report on Form 8-K filed by the Company on May 30, 2017, and is incorporated by reference into this filing.

On August 14, 2017, the Company posted to its website a presentation providing an overview of the rationale for and the benefits of its pending acquisition of Atwood pursuant to the Merger Agreement. The presentation is set forth in the following slides.

---



































