LEMONS CURTIS H

Form 5

February 11, 2003

SEC Form 5

FORM 5	UNIT	ED STATES SECU	ОМЕ	3 APPROVAL				
[ ] Check this box if no longer subject to Section 16. Forn or Form 5 obligations may continue. See Instruction 1(b). [ ] Form 3 Holdings Reported	ANNUAL S	Washingto STATEMENT OF CHAN ant to Section 16(a) of the state of 17(a) of the section pany Act of 1935 or Section	OMB Number: 3235-0362 Expires: January 31, 2005 Estimated average burden hours per response 1.0					
[ ] Form 4 Transactions Reported	autina Davasa*	1	1940					
Name and Address of Rep Lemons, Curtis  (Last) (First (Middle)		Issuer Name     and Ticker or Trading Syn     Torch Offshore, Inc.     TORC	4. Statement for Month/Year 12/2002	Issuer <u>X</u> Director	Relationship of Reporting Person(s) to suer  (Check all applicable)  Director _ 10% Owner			
115 Royal Crescent Drive (Street) Belle Chasse, LA 70037		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. If Amendment Date of Origina (Month/Year)	(specify be	_ Officer (give title below) _ Other (specify below)  Description			
(City) (State)	(Zip)			Filing (C <u>X</u> Form fi	led by More	cable Line)  Reporting Person		
	Table I - Non-D	Perivative Securities Acqu	uired, Disposed of, or	Beneficially Owner	d			
1. Title of Security (Instr. 3) 2.Transa Date (Month/D	ay/Year) Execut	emed 3. ion Date, if Transaction Code /Day/Year) (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4, and 5)  Amount A/D Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	Owner-ship Form: Direct (D) or Indirect ) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 3)	Deri-	Transaction Date (Month/ Day/	E	Transaction Code (Instr.8)	of Derivative Securities	and	Amount of Underlying Securities (Instr. 3 and	8. Price of Derivative Security (Instr.5)	Derivative Securities Beneficially Owned at End of Year Reported Transaction(s)	Securities:

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Stock Options (right to buy)	\$8.77	05/16/2002	A	1,000 A	11/17/2002 / 05/16/2012	Common	None	1,000	D
				4 and 5)  A or	DE / ED	Title / Amount or Number of Shares			(Instr.4)
				(Instr. 3,					Indirect (I)

**Explanation of Responses:** 

 By:
 Date:

 /s/ Curtis Lemons
 02/10/2003

Director

\*\* Signature of Reporting Person SEC 2270 (09-02)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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).

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.