Hinrichs Liane K
Form 3
February 02, 2007

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Â Hinrichs Liane K
(Last) (First) (Middle)

777 N. ELDRIDGE PARKWAY
(Street)

HOUSTON,Â TXÂ 77079
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
01/24/2007

3. Issuer Name **and** Ticker or Trading Symbol
MCDERMOTT INTERNATIONAL INC [MDR]

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
VP, Gen. Counsel & Corp. Sec.

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	3,000	D	Â
Common Stock	950 (1)	I	401 (k)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (Right to Buy)	04/02/2006[(2)]	04/02/2013	Common Stock	1,800	$ 2.1	D	Â
Stock Options (Right to Buy)	03/18/2007[(3)]	03/18/2014	Common Stock	6,300	$ 6.0066	D	Â
Stock Options (Right to Buy)	05/12/2007[(4)]	05/12/2015	Common Stock	4,545	$ 13.4533	D	Â
Deferred Stock Units	05/12/2007[(5)]	05/12/2010	Common Stock	1,740	$ 0 [(6)]	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hinrichs Liane K 777 N. ELDRIDGE PARKWAY HOUSTON,Â TXÂ 77079	Â	Â	Â VP, Gen. Counsel & Corp. Sec.	Â

Signatures

Benjamin H. Bash	02/02/2007
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) Based upon units held in 401(K) Plan and the fair market value of Common Stock as of 1/23/2007.

(2) The option became exercisable on April 2, 2006.

(3) The option became exercisable as to 3,150 shares on March 18, 2006, and becomes exercisable as to the remaining 3,150 shares on March 18, 2007.

(4) The option became exercisable as to 1,515 shares on May 12, 2006, and becomes exercisable as to the remaining 3,030 shares in two equal installments on May 12, 2007 and May 12, 2008.

(5) Vests in four equal annual installments, with the first installment vesting on this date. Vested units will be paid in cash in an amount equal to the number of vested units multipled by the average stock price on the vesting date.

(6) 1-for-1

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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