



NOTICE OF EFFECTIVENESS OF MERGER

August 8, 2002

To the Former Holders of Common
Stock of Chiles Offshore Inc.:

We are pleased to inform you that the merger (the "*Merger*") of Chiles Offshore Inc. ("*Chiles*") and ENSCO International Incorporated ("*ENSCO*") was consummated on August 7, 2002 following approval of the transaction by the stockholders of Chiles at a Special Meeting of Stockholders held on that date. As a result of the Merger, each outstanding share of Chiles Common Stock has been converted into the right to receive (a) 0.6575 of a share of ENSCO common stock and (b) \$5.25 in cash (the "*Merger Consideration*").

Please refer to the Proxy Statement/Prospectus, dated July 5, 2002, provided to you in connection with the Special Meeting for more detailed information regarding the Merger and the merger consideration to be received by stockholders of Chiles pursuant to the terms of the Merger Agreement.

Enclosed is a Letter of Transmittal for use in exchanging your shares of Chiles Common Stock for the Merger Consideration. Also enclosed are instructions for completing the Letter of Transmittal that you should read and follow carefully. Please make sure you properly complete, sign and date the Letter of Transmittal.

YOU MUST PROPERLY COMPLETE AND SIGN THE ACCOMPANYING LETTER OF TRANSMITTAL AND RETURN IT TOGETHER WITH YOUR STOCK CERTIFICATES TO AMERICAN STOCK TRANSFER & TRUST COMPANY (THE "*EXCHANGE AGENT*") AT THE ADDRESS BELOW IN ORDER TO RECEIVE THE MERGER CONSIDERATION IN EXCHANGE FOR YOUR SHARES OF CHILES COMMON STOCK PURSUANT TO THE TERMS OF THE MERGER AGREEMENT.

You may choose any method to deliver the Letter of Transmittal and Chiles stock certificates to the Exchange Agent. However, you assume all risk of non-delivery. If you choose to use the mail, we strongly recommend that you use registered

mail, return receipt requested, and that you properly insure all stock certificates. Delivery of the Letter of Transmittal and Chiles stock certificates will be deemed effective and risk of loss with respect to the Letter of Transmittal and such stock certificates will pass only when the Letter of Transmittal and such stock certificates are actually received by the Exchange Agent.

The completed Letter of Transmittal and stock certificates should be returned in the enclosed envelope by hand or overnight courier (Mon.-Fri. 9:00 A.M.-5:00 P.M. New York Time) or by mail to: American Stock Transfer & Trust Company, 59 Maiden Lane, New York, New York 10038.

PLEASE READ THE ACCOMPANYING INSTRUCTIONS CAREFULLY. DO NOT SEND ANY MATERIALS TO CHILES OR TO ENSCO.

If you have any questions concerning the Letter of Transmittal, please contact the Exchange Agent at (800) 937-5449.

**Instructions Accompanying Letter Of Transmittal
for
Surrendering Certificates of Common Stock of
Chiles Offshore Inc. for
Shares of Common Stock of
ENSCO International Incorporated**

1. **General.** In accordance with the Merger Agreement dated as of May 14, 2002, you will be entitled, upon surrender of your certificate(s) representing shares of Common Stock of Chiles Offshore Inc. ("Chiles"), to receive in exchange therefor cash and a certificate representing a number of whole shares of Common Stock of ENSCO International Incorporated (the "Issuer") to be calculated as follows: 0.6575 shares of ENSCO Common Stock and \$5.25 in cash for each share of Chiles Common Stock surrendered. You will receive cash in lieu of fractional shares of ENSCO Common Stock. At such time, you will also receive any dividends or distribution to which you are entitled, all as described in the Proxy Statement/Prospectus dated July 5, 2002.
2. **Delivery of Letter of Transmittal and Certificates.** The Letter of Transmittal or a facsimile hereof must be properly filled in, dated, signed and delivered together with the certificate(s) representing shares of Chiles Common Stock to the address set forth below. A return envelope addressed to American Stock Transfer & Trust Company ("AST") is enclosed for convenience.

THE METHOD OF DELIVERY OF CERTIFICATE(S) AND ALL OTHER REQUIRED DOCUMENTS IS AT THE ELECTION AND RISK OF THE OWNER, BUT IF SENT BY MAIL, IT IS RECOMMENDED THAT THEY BE SENT BY REGISTERED MAIL WITH RETURN RECEIPT REQUESTED.

3. **Guarantee of Signatures.** Signatures on all Letters of Transmittal must be guaranteed by a financial institution that is a member of a Securities Transfer Association approved medallion program such as STAMP, SEMP or MSP (an "Eligible Institution"), except in cases where securities are surrendered (i) by a registered holder of the securities who has not completed either the box entitled "Special Payment Instructions" or the box entitled "Special Delivery Instructions" on the Letter of Transmittal or (ii) for the account of an Eligible Institution. See Instruction 5.
4. **Inadequate Space.** If the space provided on the Letter of Transmittal is inadequate, the certificate numbers and the number of securities should be listed on a separate schedule to be attached thereto.
5. **Signatures of Letter of Transmittal, Stock Powers and Endorsements.** When the Letter of Transmittal is signed by the registered owner(s) of the certificate(s) listed and surrendered thereby, no endorsements of certificates or separate stock powers are required.

If the certificate(s) surrendered is (are) owned of record by two or more joint owners, all such owners must sign the Letter of Transmittal.

If any surrendered certificates are registered in different names, it will be necessary to complete, sign and submit as many separate Letters of Transmittal as there are different registrations of certificates.

If the Letter of Transmittal is signed by a person other than the registered owner of the certificate(s) listed, such certificate(s) must be endorsed or accompanied by appropriate stock powers, in either case signed exactly as the name or names of the registered owner or owners appear on the certificate(s). Signatures on such certificates or stock powers must be guaranteed by an Eligible Institution.

If the Letter of Transmittal or any certificate or stock power is signed by trustees, executors, administrators, guardians, attorneys-in-fact, officers of corporations or others acting in a fiduciary or representative capacity, such persons should so indicate when signing, and proper evidence, satisfactory to AST, of their authority to do so must be submitted.

6. **Stock Transfer Taxes.** If payment for securities is to be made to any person other than the registered holder, or if surrendered certificates are registered in the name of any person other than the person(s) signing the Letter of Transmittal, the amount of any stock transfer taxes (whether imposed on the registered holder or such person) must be paid and satisfactory evidence of the payment of such taxes, or exemption from such payment, must be presented as a condition to the issuance of certificates or payment for securities surrendered for exchange.

Except as provided in this Instruction 6, it will not be necessary for transfer tax stamps to be affixed to the certificates listed in the Letter of Transmittal.

7. **Special Issuance and Delivery Instructions.** Indicate the name and address to which payment for the securities is to be sent if different from the name and address of the person(s) signing the Letter of Transmittal.
8. **Substitute Form W-9.** Enter your social security or taxpayer identification number, complete, sign and date the Substitute W-9 certification.
9. **Single Certificates.** A single certificate will be issued to represent all the shares of ENSCO Common Stock to which you are entitled, unless you attach to this Letter of Transmittal written instructions to the contrary.
10. **Dividends on ENSCO Common Stock.** It is important that certificates representing shares of Chiles Common Stock be surrendered promptly because until so surrendered the holder thereof will not receive payment of any dividends or other distribution on the ENSCO Common Stock if declared in the future. Upon surrender, such dividends, if any, will be paid, without interest, to the record holder(s) in whose name(s) the certificates representing shares of ENSCO Common Stock are issued.
11. **Additional Copies.** Additional copies of the Letter of Transmittal may be obtained from AST at the address listed below.
12. **Lost, Stolen or Destroyed Certificates.** Any security holder who has lost certificates or whose certificates have been stolen or destroyed should make arrangements (which may include the posting of a bond or other satisfactory indemnification and an affidavit of loss) to replace lost, stolen or destroyed certificates. Such arrangements should be made with AST.

All questions as to the validity, form and eligibility of any surrender of certificates will be determined by AST and the Issuer and such determination shall be final and binding. AST and the Issuer reserve the right to waive any irregularities or defects in the surrender of any certificates. A surrender will not be deemed to have been made until all irregularities have been cured or waived. All inquiries should be made directly to AST at the address and phone number below.

AMERICAN STOCK TRANSFER AND TRUST COMPANY
59 Maiden Lane New York, NY 10038
(800) 937-5449

DELIVER BY MAIL TO:
 AMERICAN STOCK TRANSFER
 AND TRUST COMPANY
 59 MAIDEN LANE
 NEW YORK, NY 10038

AMERICAN STOCK TRANSFER AND TRUST
 COMPANY

DELIVER IN PERSON TO:
 AMERICAN STOCK TRANSFER
 AND TRUST COMPANY
 59 MAIDEN LANE
 NEW YORK, NY 10038
 Mon.-Fri. 9:00 AM-5:00 PM EST

LETTER OF TRANSMITTAL

To accompany certificates representing
 shares of Common Stock of Chiles Offshore Inc.
 surrendered in connection with the merger of
 Chiles Offshore Inc. with and into Chore Acquisition, Inc.,
 a wholly-owned subsidiary of ENSCO International Incorporated

The Exchange Agent
 AMERICAN STOCK TRANSFER AND TRUST COMPANY
 59 Maiden Lane
 New York, NY 10038
 (800) 937-5449

	ACCOUNT NUMBER	
	NUMBER OF SHARES	CUSIP NUMBER

LIST ALL CERTIFICATES SUBMITTED

CERTIFICATE NUMBER	SHARES	CERTIFICATE NUMBER	SHARES

PLEASE READ THE ACCOMPANYING INSTRUCTIONS CAREFULLY. SIGN ON THE REVERSE SIDE AND COMPLETE THE W-9 FORM BELOW.

REGISTRATION

IF CERTIFICATES AND/OR CHECKS ARE TO BE ISSUED IN A NAME OTHER THAN THAT SHOWN AT THE TOP OF THIS FORM OR ARE TO BE SENT TO AN ADDRESS OTHER THAN THAT SHOWN AT THE TOP OF THIS FORM, PLEASE CHECK THE BOX AT THE RIGHT AND COMPLETE THE INFORMATION ON THE REVERSE SIDE OF THIS FORM.

LOST CERTIFICATES

IF YOUR SECURITIES HAVE BEEN LOST, STOLEN OR DESTROYED, PLEASE GIVE WRITTEN NOTIFICATION TO AMERICAN STOCK TRANSFER AND TRUST COMPANY, 59 MAIDEN LANE, NEW YORK, NY 10038, ATTENTION: LOST SECURITIES DEPT.

**SUBSTITUTE FORM W-9 REQUEST FOR TAXPAYER IDENTIFICATION NUMBER AND CERTIFICATION
 (PLEASE REFER TO ACCOMPANYING GUIDELINES)**

PART 1 - PLEASE ENTER YOUR SOCIAL SECURITY NUMBER OR EMPLOYER IDENTIFICATION NUMBER

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PART 2 - CERTIFICATION - Under Penalties of Perjury, I certify that:

- (1) The number shown on this form is my correct Taxpayer Identification Number (or I am waiting for a number to be issued to me) and
- (2) I am not subject to backup withholding either because I have not been notified by the Internal Revenue Service ("IRS") that I am subject to backup withholding as a result of failure to report all interest or dividends, or the IRS has notified me that I am no longer subject to backup withholding.

Certificate Instructions - You must cross out item (2) in Part 2 above if you have been notified by the IRS that you are subject to backup withholding because of underreporting interest or dividends on your tax return. However, if after being notified by the IRS that you were subject to backup withholding you received another notification from the IRS stating that you are no longer subject to backup withholding, do not cross out item (2).

PART 3 - CERTIFICATE FOR FOREIGN RECORD HOLDERS

Under penalties of perjury, I certify that I am not a United States citizen or resident (or I am signing for a foreign corporation, partnership, estate or trust).

SIGNATURE _____

DATE _____

SIGN HERE _____

DATE _____

NOTE: FAILURE TO COMPLETE AND RETURN THIS SUBSTITUTE FORM W-9 MAY RESULT IN BACKUP WITHHOLDING AT THE APPLICABLE RATE ON ANY PAYMENTS MADE TO YOU.

**SPECIAL ISSUANCE INSTRUCTIONS
(SEE INSTRUCTIONS)**

To be completed ONLY if new stock certificate(s) representing shares of ENSCO Common Stock and/or check(s) are to be issued in the name of someone OTHER than the registered holder(s).

NAME: _____
(Please Print)

ADDRESS: _____

(Including Zip Code)
**EMPLOYER IDENTIFICATION OR
SOCIAL SECURITY NUMBER**

**SPECIAL DELIVERY INSTRUCTIONS
(SEE INSTRUCTIONS)**

To be completed ONLY if new certificate(s) representing shares of ENSCO Common Stock and/or check(s) are to be mailed to someone other than the registered holder(s), or to such registered holder(s) at an address other than that shown on the reverse side of this form.

NAME: _____
(Please Print)

ADDRESS: _____

(Including Zip Code)

The undersigned hereby surrenders to American Stock Transfer & Trust Company (the "Exchange Agent") the above-described shares of common stock of Chiles Offshore Inc., a Delaware corporation ("Chiles Common Stock") in exchange for (i) a certificate representing the whole number of shares of common stock, par value \$0.10 per share, including associated preferred stock purchase rights ("ENSCO Shares"), of ENSCO International Incorporated, a Delaware corporation ("ENSCO") equal to the number of shares of Chiles Common Stock hereby surrendered multiplied by 0.6575, and (ii) a check, in an amount equal to the number of shares of Chiles Common Stock hereby surrendered multiplied by \$5.25, plus cash in lieu of any fractional ENSCO Shares and cash dividends and other distributions to which the undersigned(s) is/are entitled, upon the terms and subject to the conditions set forth in (x) the Merger Agreement, dated as of May 14, 2002, by and among Chiles, ENSCO and Chore Acquisition, Inc., a Delaware corporation, and (y) this Letter of Transmittal.

**SIGN HERE
AND COMPLETE SUBSTITUTE FORM W-9 ON THE REVERSE SIDE OF THIS PAGE**

SIGNATURE(S) OF STOCKHOLDER(S) _____

SIGNATURE(S) OF STOCKHOLDER(S) _____

DATED: _____

Must be signed by registered holder(s) exactly as name(s) appear(s) on the Certificate(s) or a security position listing or by person(s) authorized to become registered holder(s) by certificates and documents transmitted herewith. If signature is by a trustee, executor, administrator, guardian, attorney-in-fact, officer of a corporation or other person acting in a fiduciary or representative capacity, please set forth the following information and see Instructions.

NAME(S) _____

CAPACITY (full title) _____

ADDRESS _____

AREA CODE AND TELEPHONE NO. _____

**GUARANTEE OF SIGNATURE(S)
(SEE INSTRUCTIONS)**

NAME OF FIRM _____

ADDRESS _____

AUTHORIZED SIGNATURE _____

NAME _____

AREA CODE AND TELEPHONE NO. _____