# SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 13G

Information Statement pursuant to Rule 13d-1 and 13d-2

(AMENDMENT NO. 4)\*

## PARKER DRILLING CO

(NAME OF ISSUER)

# COMMON STOCK

#### (TITLE OF CLASS OF SECURITIES)

\_\_\_\_\_

701081101

# (CUSIP NUMBER)

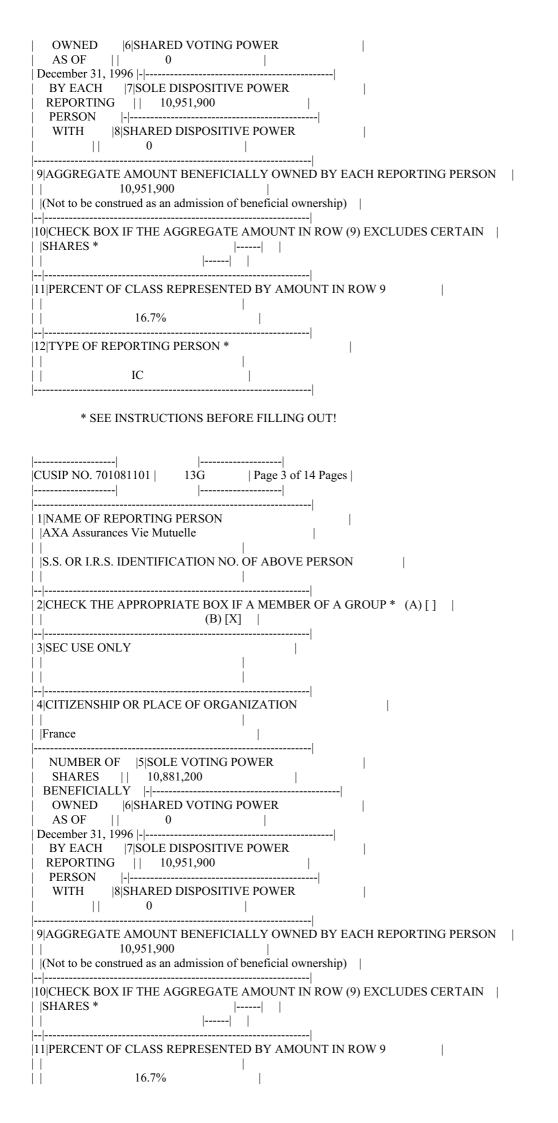
Check the following box if a fee is being paid with this statement :\_: (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

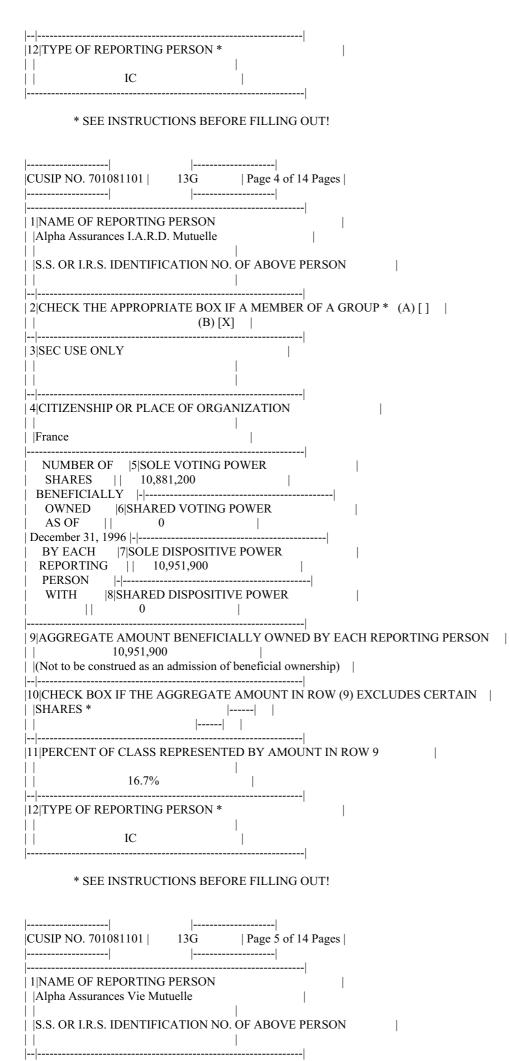
\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be 'filed' for the purpose of Section 18 of the Securities Exchange Act of 1934 ('Act') or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

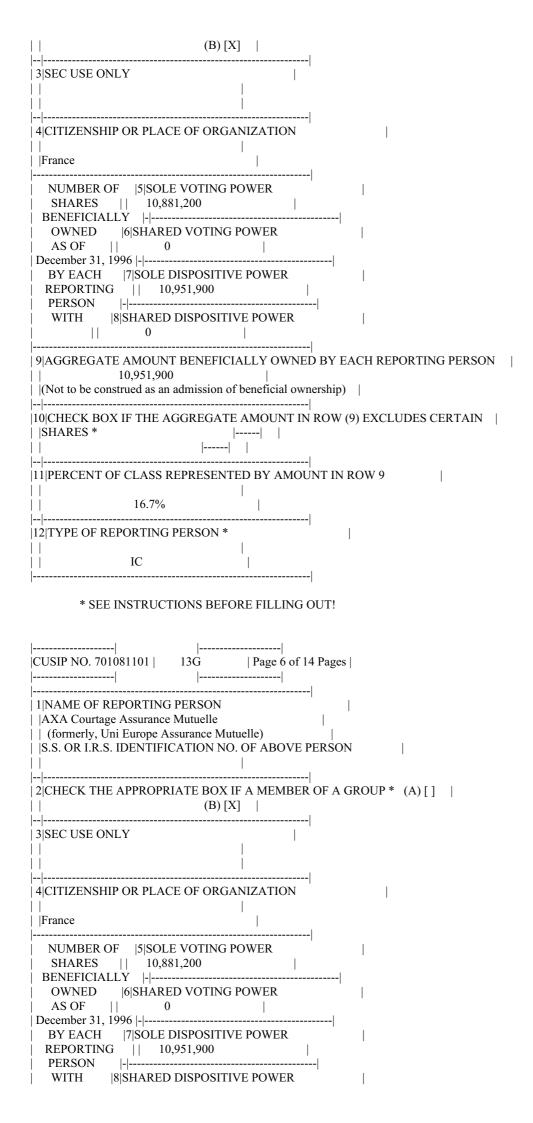
#### (CONTINUED ON FOLLOWING PAGE(S))

| -   |  |
|---|--|
| CUSIP NO. 701081101   13G   |  |
| <br>  1 NAME OF REPORTING PERS<br>   AXA Assurances I.A.R.D. Mutu | SON  |
| <br>   S.S. OR I.R.S. IDENTIFICATIC<br>                           | DN NO. OF ABOVE PERSON                           |
| i i   | BOX IF A MEMBER OF A GROUP * (A) []  <br>(B) [X] |
| <br>  3 SEC USE ONLY<br>  |  |
| <br>  4 CITIZENSHIP OR PLACE OF<br>   <br>   France               | ORGANIZATION                                     |
| NUMBER OF  5 SOLE VOT<br>  SHARES    10,881,200                   | TING POWER                                       |

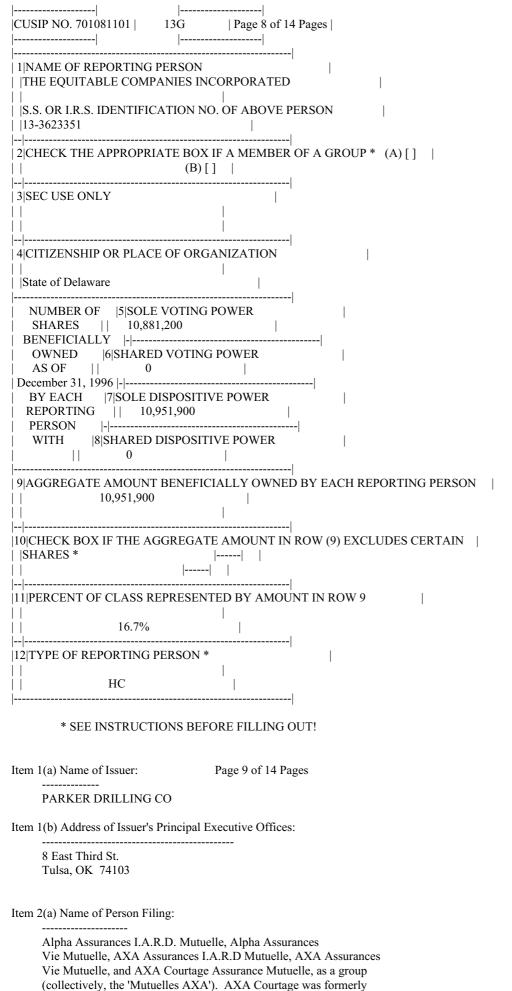




<sup>2|</sup>CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \* (A) []



| 0   |
|---|
| 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON       10,951,900   |
| (Not to be construed as an admission of beneficial ownership)   |
| <br> 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  <br>   SHARES *     <br>   |
| <br> 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9   |
| 16.7%  <br>   |
| 12 TYPE OF REPORTING PERSON *   |
| IC  <br>  |
| * SEE INSTRUCTIONS BEFORE FILLING OUT!  |
| <br> CUSIP NO. 701081101   13G   Page 7 of 14 Pages  <br>   |
|   |
| 1 NAME OF REPORTING PERSON      AXA   |
| <br>   S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  <br>  |
| <br>  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP * (A) []  <br>    (B) []  <br>   |
| <br>  3 SEC USE ONLY  <br>  |
| i i   |
| 4 CITIZENSHIP OR PLACE OF ORGANIZATION  |
| France  |
| NUMBER OF      5 SOLE VOTING POWER             SHARES            10,881,200             BENEFICIALLY  |
| OWNED  6 SHARED VOTING POWER   AS OF  |
| December 31, 1996  -  <br>  BY EACH  7 SOLE DISPOSITIVE POWER   |
| REPORTING    10,951,900  <br>  PERSON  -  |
| WITH  8 SHARED DISPOSITIVE POWER          0   |
| 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  <br>  10,951,900  <br>  (Not to be construed as an admission of beneficial summariship) |
| (Not to be construed as an admission of beneficial ownership)                     10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN      |
| SHARES *     <br>        <br>   |
| <br> 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  <br>   |
| 16.7%  <br>   |
| 12 TYPE OF REPORTING PERSON *   |
| HC  |



known as Uni Europe Assurance Mutuelle.

#### AXA

The Equitable Companies Incorporated (the 'Equitable Companies')

(Please contact Patrick Meehan at (212) 641-8234 with any questions.)

Item 2(b) Address of Principal Business Office:

Alpha Assurances I.A.R.D. Mutuelle and Alpha Assurances Vie Mutuelle 100-101 Terrasse Boieldieu 92042 Paris La Defense France

AXA Assurances I.A.R.D Mutuelle and AXA Assurances Vie Mutuelle 21, rue de Chateaudun 75009 Paris France

AXA Courtage Assurance Mutuelle (formerly, Uni Europe Assurance Mutuelle) 26, rue Louis le Grand 75002 Paris France

AXA 23, avenue Matignon 75008 Paris France

The Equitable Companies Incorporated 787 Seventh Avenue New York, New York 10019

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Item 2(c) Citizenship:

Mutuelles AXA and AXA - France Equitable Companies - Delaware

Item 2(d) Title of Class of Securities:

Common Stock

Item 2(e) CUSIP Number:

701081101

Item 3. Type of Reporting Person:

Equitable Companies as a parent holding company, in accordance with 240.13d-1 (b)(ii)(G).

The Mutuelles AXA, as a group, acting as a parent holding company.

AXA as a parent holding company.

<TABLE> Page 11 of 14 Pages

Item 4. Ownership as of December 31, 1996:

(a) Amount Beneficially Owned:

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10,951,900 shares of common stock beneficially owned including: <CAPTION>

0

(Each of the Mutuelles AXA, as a group, and AXA expressly declares that the filing of this Schedule 13G shall not be construed as an admission that it is, for purposes of Section 13(d) of the Exchange Act, the beneficial owner of any securities covered by this Schedule 13G).

<S> <C> <C> The Equitable Companies Incorporated 0 Subsidiaries: The Equitable Life Assurance Society of the United States acquired solely for investment purposes: Common Stock 4,935,700 4,935,700 Alliance Capital Management L. P., acquired solely for investment purposes on behalf of client discretionary investment advisory accounts: Common Stock 6,016,200 6,016,200 -----Donaldson, Lufkin & Jenrette Securities Corporation held for investment purposes: 0 Wood, Struthers & Winthrop Management Corp. acquired solely for investment purposes on behalf of client discretionary investment advisory accounts: 0 Total 10,951,900 (Each of the above subsidiaries of The Equitable operates under independent management and makes independent decisions). <S> <C> (B) Percent of Class: 16.7% -----</TABLE> <TABLE> ITEM 4. Ownership as of December 31, 1996 (CONT.) Page 12 of 14 Pages (c) Deemed Voting Power and Disposition Power: \_\_\_\_\_ <CAPTION> (i) (ii) (iii) (iv) Deemed Deemed Deemed Deemed to have to have to have to have Sole Power Shared Power Sole Power Shared Power to Vote to Vote to Dispose to Dispose or to or to or to or to Direct the Direct the Direct Direct the Vote the Vote Disposition Disposition ---- -------<S> <C> <C> <C> <C> The Mutuelles AXA, 0 0 0 0 as a group AXA 0 0 0 0 AXA Entity or Entities: -----NONE 0 0 0 0 The Equitable Companies Incorporated 0 0 0 0 Subsidiaries:

| The Equitable<br>Life Assurance<br>Society of the<br>United States | 4,935,700    | ( | 0 4,935, | 700    | 0 |  |
|--|--------------|---|----------|--------|---|--|
| Alliance Capital<br>Management L. I                                | P. 5,945,500 |   | 0 6,0    | 16,200 | 0 |  |
| Donaldson, Lufk<br>& Jenrette<br>Securities<br>Corporation         | in<br>0      | 0 | 0        | 0      |   |  |
| Wood, Struthers<br>& Winthrop<br>Management<br>Corporation         | 0            | 0 | 0        | 0      |   |  |
| TOTAL  | 10,881,200   |   | 0 10,951 | ,900   | 0 |  |

(Each of the above subsidiaries of the Equitable Companies operates under independent management and makes independent voting and investment decisions).

</TABLE>

Item 5.

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Ownership of Five Percent or Less of a Class:

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If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following.

()

Item 6.

Ownership of More than Five Percent on behalf of Another Person. N/A

-----Item 7.

Identification and Classification of the Subsidiary which Acquired

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the Security Being Reporting on by the Parent Holding Company:

\_\_\_\_\_

\_\_\_\_\_

This Schedule 13G is being filed by Equitable Companies; AXA, which beneficially owns a majority interest in Equitable Companies; and the Mutuelles AXA, as a group which beneficially own a majority interest in AXA:

- () in the Mutuelles AXAs' capacity, as a group, acting as a parent holding company with respect to the holdings of the following AXA entity or entities;
- () in AXA's capacity as a parent holding company with respect to the holdings of the following AXA entity or entities: NONE
- (X) in EQUITABLE COMPANIES capacity as a parent holding company with respect to the holdings of its following subsidiaries:
- (X) THE EQUITABLE LIFE ASSURANCE SOCIETY OF THE UNITED STATES (13-5570651), an insurance company, a broker-dealer registered under Section 15 of the Securities and Exchange Act of 1934 and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.
- (X) ALLIANCE CAPITAL MANAGEMENT L. P. (13-3434400), an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.
- () DONALDSON, LUFKIN & JENRETTE SECURITIES CORPORATION (13-2741729), a broker-dealer registered under Section 15 of the Securities Exchange Act of 1934 and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.

### () WOOD, STRUTHERS & WINTHROP MANAGEMENT CORP. (13-2774791), an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.

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Item 8. Identification and Classification of Members of the Group. N/A

Item 9. Notice of Dissolution of Group: N/A

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Item 10. Certification:

By signing below I certify that to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 12, 1997 THE EQUITABLE COMPANIES INCORPORATED\*

/s/ Alvin H. Fenichel

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Alvin H. Fenichel Senior Vice President

\*Pursuant to the Joint Filing Agreement with respect to Schedule 13G attached hereto as Exhibit I, among The Equitable Companies Incorporated, Alpha Assurances I.A.R.D. Mutuelle, Alpha Assurances Vie Mutuelle, AXA Assurances I.A.R.D Mutuelle, AXA Assurances Vie Mutuelle, and AXA Courtage Assurance Mutuelle, and AXA, this statement Schedule 13G is filed on behalf of each of them.

## EXHIBIT I

# JOINT FILING AGREEMENT

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Each of the undersigned hereby agrees that the Schedule 13G filed herewith is filed jointly, pursuant to Rule 13d-1(f)(1) of the Securities Exchange Act of 1934, as amended on behalf of each of them.

Dated: February 12, 1997

The Equitable Companies Incorporated

BY: /s/ Alvin H. Fenichel

Alvin H. Fenichel Senior Vice President

AXA Assurances I.A.R.D. Mutuelle; AXA Assurances Vie Mutuelle; Alpha Assurances Vie Mutuelle; Alpha Assurances I.A.R.D. Mutuelle, AXA Courtage Assurance Mutuelle, as a group, and AXA

\_\_\_\_\_

Signed on behalf of each of the above entities

BY: /s/ Alvin H. Fenichel

Alvin H. Fenichel Attorney-in-Fact (Executed pursuant to Powers of Attorney)