SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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	ss of Reporting Perso	n*	2. Issuer Name and Ticker or Trading Symbol TRANSOCEAN INC [RIG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
MARSHALL JON A			L _ J	X	Director	10% Owner			
(Last)	ast) (First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year)	x	Officer (give title below)	Other (specify below)			
4 GREENWAY PLAZA			04/04/2008	President & COO					
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	ridual or Joint/Group Filing	(Check Applicable			
HOUSTON	TX	77046		X	Form filed by One Repor	rting Person			
(City)	(State)	(Zip)			Form filed by More than Person	One Reporting			

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Ordinary Shares	04/04/2008		М		21,173	A	\$59. 77	120,494	D	
Ordinary Shares	04/04/2008		М		59,286	A	\$69.56	179,780	D	
Ordinary Shares	04/04/2008		М		49,320	A	\$46.88	229,100	D	
Ordinary Shares	04/04/2008		М		124,785	A	\$38.84	353,885	D	
Ordinary Shares	04/04/2008		S ⁽²⁾		254,564	D	\$145	99,321	D	
Ordinary Shares								2,645	Ι	By 401(k) Plan

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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Stock Option	\$59.77	04/04/2008		М			21,173	(1)	05/05/2008	Ordinary Shares	21,173	\$ <mark>0</mark>	0	D	
Stock Option	\$69.56	04/04/2008		М			59,286	(1)	02/27/2011	Ordinary Shares	59,286	\$0	0	D	
Stock Option	\$46.88	04/04/2008		М			49,320	(1)	03/04/2012	Ordinary Shares	49,320	\$0	6,399	D	
Stock Option	\$38.84	04/04/2008		м			124,785	(1)	01/02/2014	Ordinary Shares	124,785	\$0	2,574	D	

Explanation of Responses:

1. The options are fully vested and exercisable.

2. The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

Remarks:

Chipman Earle by Power of

<u>Attorney</u>

04/07/2008

** Signature of Reporting Person Date

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

* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.