SEC Form 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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1. Name and Address of Reporting Person* de Saint Victor Diane				2. Issuer Name and Ticker or Trading Symbol Transocean Ltd. [RIG]								(Che	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
									-					X	Directo	r		10% Ov	vner	
					3. Date of Earliest Transaction (Month/Day/Year) 05/08/2020									Officer below)	Officer (give title below)		Other (specify below)			
					4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable					
(Street)									- 3 -			,,		Line)		·	0			
. ,	AUSEN V	8	6312											X	-		•	orting Perso		
														Form filed by More than One Reporting Person						
(City)	(S	tate)	(Zip)																	
		Tal	ble I - Nor	n-Deriva	ativ	e Se	curitie	s Ac	quired,	Dis	posed o	of, or E	ene	ficially	/ Owned					
1. Title of Security (Instr. 3) 2. Transa Date (Month/D			Execution Da			n Date	Code	action Instr.	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)				Securitie Beneficia Owned F	5. Amount of Securities Beneficially Owned Following		: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership			
									Code	v	Amount	Amount (A) or P		Price	 Reported Transaction(s) (Instr. 3 and 4) 				Instr. 4)	
			Table II - I						uired, E s, optio						Owned					
Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day)	ate, Tr	ansaction ode (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Ex Expiration (Month/D	Date		7. Title and Amc of Securities Underlying Derivative Secu (Instr. 3 and 4)		curity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Owne Form Direc or Inc (I) (In	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				c	ode	v	(A)	(D)	Date Exercisat		Expiration Date	Title		Amount or Number of Shares						
Restricted	\$0	05/08/2020			A		98,182	<u> </u>	(1)	+	(1)	Register	ed c	98,182	\$0	98,18	,	D		

Explanation of Responses:

1. Restricted Units, which are 1-for-1 registered share equivalents, were acquired on May 8, 2020, pursuant to the Issuer's long-term incentive plan. Restricted Units vest on the earlier of: (i) May 8, 2021, or (ii) the date of the next Annual General Meeting of the Company's shareholders following the May 8, 2020 grant date. Pursuant to the award agreement, such Restricted Units will be payable in registered shares of the Issuer following the vesting date, as defined above.

<u>/s/ Daniel Ro-Trock By Power</u> <u>of Attorney</u> 05/12/2020

** 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.