SEC Form 4

Instruction 1(b)

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

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
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

1. Name and Addre	ss of Reporting Perso ael F	n*	2. Issuer Name and Ticker or Trading Symbol <u>Transocean Ltd.</u> [RIG]		tionship of Reporting Per all applicable) Director	son(s) to Issuer 10% Owner
(Last) (First) (Middle) 4 GREENWAY PLAZA			3. Date of Earliest Transaction (Month/Day/Year) 11/17/2012	X	Officer (give title below) VP, CCO & De	Other (specify below) puty GC
(Street) HOUSTON	TX	77046	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Filin Form filed by One Rep Form filed by More tha Person	orting Person
(City)	(State)	(Zip)				

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Transaction Disposed Of (D) (Instr. 3, 4 Code (Instr.			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Registered Shares	11/17/2012		М		2,614	A	\$0 ⁽¹⁾	5,819	D	
Registered Shares	11/17/2012		F		692	D	\$0 ⁽²⁾	5,127	D	
Registered Shares	11/19/2012		S		1,922	D	\$45.3575	3,205 ⁽³⁾	D	

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)		of		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) (Instr. 4)	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				
Deferred Units	\$0 ⁽¹⁾	11/17/2012		М			2,614	11/17/2012	(1)	Registered Shares	2,614	\$0 ⁽¹⁾	0	D	

Explanation of Responses:

1. Deferred Units, where are 1-for-1 share equivalents, acquired on November 17, 2011, pursuant to the Issuer's long-term incentive plan. One-third of such deferred units vested on November 17, 2012, resulting in delivery of registered shares to the reporting person.

2. Shares automatically withheld upon vesting to satisfy tax withholding obligations.

3. This transaction was effected pursuant to a Rule 10b5-1 trading plan. Effective on November 18, 2012, the reporting person is no longer subject to Section 16 but for disclosure purposes it has been included on this Form 4 filing.

Remarks:

<u>/s/Jill S. Greene by Power of</u> <u>Attorney</u>

11/20/2012

** 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.