П

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

| 1. Name and Address of Reporting Person <sup>*</sup><br>MILLER MERRILL A JR |                   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>Transocean Ltd.</u> [ RIG ] |                        | tionship of Reporting Perso<br>all applicable)<br>Director  | on(s) to Issuer<br>10% Owner |  |
|---|-------------------|--|------------------------|---|------------------------------|--|
| (Last) (First) (I<br>10 CHEMIN DE BLANDONNET                                | (Middle)          | 3. Date of Earliest Transaction (Month/Day/Year) 11/14/2014                          |                        | Officer (give title below)  | Other (specify below)        |  |
| (Street)<br>VERNIER 1214 V8   |                   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                             | 6. Indiv<br>Line)<br>X | dual or Joint/Group Filing (Check Applicable<br>Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |                              |  |
| (City) (State) (2   | (Zip)             |  |                        |   |                              |  |
| Tabl  | le I - Non-Deriva | tive Securities Acquired, Disposed of, or Benefi                                     | cially (               | Dwned   |                              |  |

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |               |       |  | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|---------------------------------|--|---|-----------------------------|---|---|---------------|-------|--|---|---|
|                                 |  |   | Code                        | v | Amount  | (A) or<br>(D) | Price | Reported<br>Transaction(s)<br>(Instr. 3 and 4) |   | (Instr. 4)  |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

|   | (cigi, puls, cans, warrants, options, convertible securities)         |  |   |                              |   |       |     |  |                    |   |  |   |  |  |  |
|---|---|--|---|------------------------------|---|-------|-----|--|--------------------|---|--|---|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of    |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                         | v | (A)   | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Deferred<br>Units                                   | (1)   | 11/14/2014                                 |   | Α                            |   | 4,892 |     | (1)  | (1)                | Registered<br>Shares  | 4,892                                  | \$ <mark>0</mark>                                   | 4,892  | D  |  |

## Explanation of Responses:

1. Deferred Units, which are 1-for-1 registered share equivalents, were acquired on November 14, 2014 pursuant to the issuer's long-term incentive plan. Deferred Units vest on the earlier of: (i) May 15, 2015; or (ii) the date of the next Annual General Meeting of Transocean Ltd.'s shareholders following the November 14, 2014 grant date. Pursuant to the award agreement, such Deferred Units will be payable in registered shares of the issuer on the vesting date, as defined above.

## **Remarks:**

/s/Jill S. Greene, By Power of Attorney <u>11/17</u>

11/17/2014

\*\* 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.