SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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

1. Name and Address of Reporting Person* GRIJALVA VICTOR			2. Issuer Name and Ticker or Trading Symbol <u>Transocean Ltd.</u> [RIG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner
	(First) 7, 7TH FLOOR	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/27/2009	Officer (give title Other (specify below) below)
CHEMIN DE BLANDONNET 2 			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person
VERNIER	V8	1214		Form filed by One Reporting Person 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)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)		
Registered Shares	08/27/2009		М		3,756	A	\$35.87	21,576	D			
Registered Shares	08/27/2009		М		3,756	A	\$53.04	25,332	D			
Registered Shares	08/27/2009		М		5,635	A	\$38.52	30,967	D			
Registered Shares	08/27/2009		М		5,635	A	\$21.15	36,602(1)	D			
Registered Shares								1,427(1)	Ι	By wife		

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

1. Title of 5. Number 6. Date Exercisable and 7. Title and Amount 11. Nature 2. 3. Transaction 3A. Deemed л 8. Price of 9. Number of 10. Ownership _. Conversion .. Transaction Expiration Date (Month/Day/Year) Derivative Execution Date of Securities Derivative derivative of Indirect (Month/Day/Year) Derivative Underlying Derivative Security Security or Exercise if anv Code (Instr. Security Securities Form: Beneficial (Instr. 3) Price of Derivative (Month/Dav/Year) 8) Securities (Instr. 5) Beneficially Direct (D) Ownership Acquired (A) or Disposed (Instr. 3 and 4) Owned Following or Indirect (Instr. 4) Security (I) (Instr. 4) Reported of (D) Transaction(s) (Instr. 3, 4 and 5) (Instr. 4) Amount or Number Expiration Date of v (A) (D) Code Exercisable Date Title Shares Registered Shares Stock 3,756 \$35.87 08/27/2009 Μ 3.756 12/30/2009 \$<mark>0</mark> 0 D Option Stock Registered (2) \$53.04 08/27/2009 05/10/2010 0 D М 3,756 3.756 \$<mark>0</mark> Option Shares Stock Registered \$38.52 08/27/2009 Μ 5,635 (2) 05/08/2012 5,635 \$<mark>0</mark> 0 D Options Shares Registered Shares Stock (2) 08/27/2009 5.635 5,635 0 \$21.15 Μ 05/07/2013 \$<mark>0</mark> D Options

Explanation of Responses:

1. On December 19, 2008, Transocean Ltd., a Swiss corporation, became the successor of Transocean Inc., a Cayman Islands company, pursuant to a merger by way of schemes of arrangement under Cayman Islands law (the "Transaction") in which each holder of Transocean Inc. ordinary shares outstanding immediately prior to the Transaction received one registered share of Transocean Ltd. in exchange for each outstanding ordinary share of Transocean Inc.. The Transaction had the effect of changing the place of incorporation of Transocean's group holding company from the Cayman Islands to Switzerland but did not alter the proportionate interests of security holders.

2. The options are fully vested and exercisable.

Remarks:

Margaret C. Fitzgerald by

08/28/2009

Date

** Signature of Reporting Person

Power of Attorney

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.