



 **Transocean**

2015 Annual General Meeting

Cham, Switzerland

May 15, 2015

Legal Disclaimer



The statements described in this presentation that are not historical facts are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Forward-looking statements which could be made include, but are not limited to, statements involving prospects for the company, expected revenues, capital expenditures, costs and results of operations and contingencies and other factors discussed in the company's most recent Form 10-K for the year ended December 31, 2014 and in the company's other filings with the SEC, which are available free of charge on the SEC's website at www.sec.gov. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those indicated. All subsequent written and oral forward-looking statements attributable to the company or to persons acting on our behalf are expressly qualified in their entirety by reference to these risks and uncertainties. You should not place undue reliance on forward-looking statements. Each forward-looking statement speaks only as of the date of the particular statement, and we undertake no obligation to publicly update or revise any forward-looking statements. All non-GAAP financial measure reconciliations to the most comparative GAAP measure are displayed in quantitative schedules on the company's website: www.deepwater.com.

This presentation does not constitute an offer to sell, or a solicitation of an offer to buy, any securities, and it does not constitute an offering prospectus within the meaning of article 652a or article 1156 of the Swiss Code of Obligations or a listing prospectus within the meaning of the listing rules of the SIX Swiss Exchange. Investors must rely on their own evaluation of Transocean Ltd. and its securities, including the merits and risks involved. Nothing contained herein is, or shall be relied on as, a promise or representation as to the future performance of Transocean Ltd.

The company, its directors and certain of its executive officers and employees may be deemed to be participants in the solicitation of proxies from shareholders in connection with the company's 2015 Annual General Meeting (the "2015 Annual General Meeting"). The company filed a proxy statement with the SEC on March 23, 2015 in connection with the solicitation of proxies for the 2015 Annual General Meeting (the "2015 Proxy Statement"). **SHAREHOLDERS ARE URGED TO READ THE 2015 PROXY STATEMENT (INCLUDING ANY AMENDMENTS OR SUPPLEMENTS THERETO) AND ANY OTHER RELEVANT DOCUMENTS THAT THE COMPANY WILL FILE WITH THE SEC WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION.** Additional information regarding the identity of these potential participants, none of whom owns in excess of 1 percent of the company's shares, and their direct or indirect interests, by security holdings or otherwise, will be set forth in the 2015 Proxy Statement and other materials to be filed with the SEC in connection with the 2015 Annual General Meeting. Shareholders will be able to obtain, free of charge, copies of the 2015 Proxy Statement and any other documents filed by the company with the SEC in connection with the 2015 Annual General Meeting at the SEC's website (<http://www.sec.gov>), or at the company's website (<http://www.deepwater.com>), or by contacting the company by email at info@deepwater.com. In addition, copies of the proxy materials, when available, may be requested from the company's proxy solicitor, Innisfree M&A Incorporated, 501 Madison Avenue, 20th Floor, New York, NY 10022.

- **Chairman's Remarks – Ian Strachan, Chairman of the Board**
- **Company Presentation – Jeremy Thigpen, President and CEO**
 - **Transocean Overview**
 - **Market**
 - **Financial Statements**
 - **Litigation Update**
 - **Concluding Remarks**

- **Progress**
 - Improved operations and financial performance
 - Fleet renewal
- **New Leadership**
 - Chairman of the Board
 - CEO

Transocean is well positioned for the future

Company Overview

Industry Leader

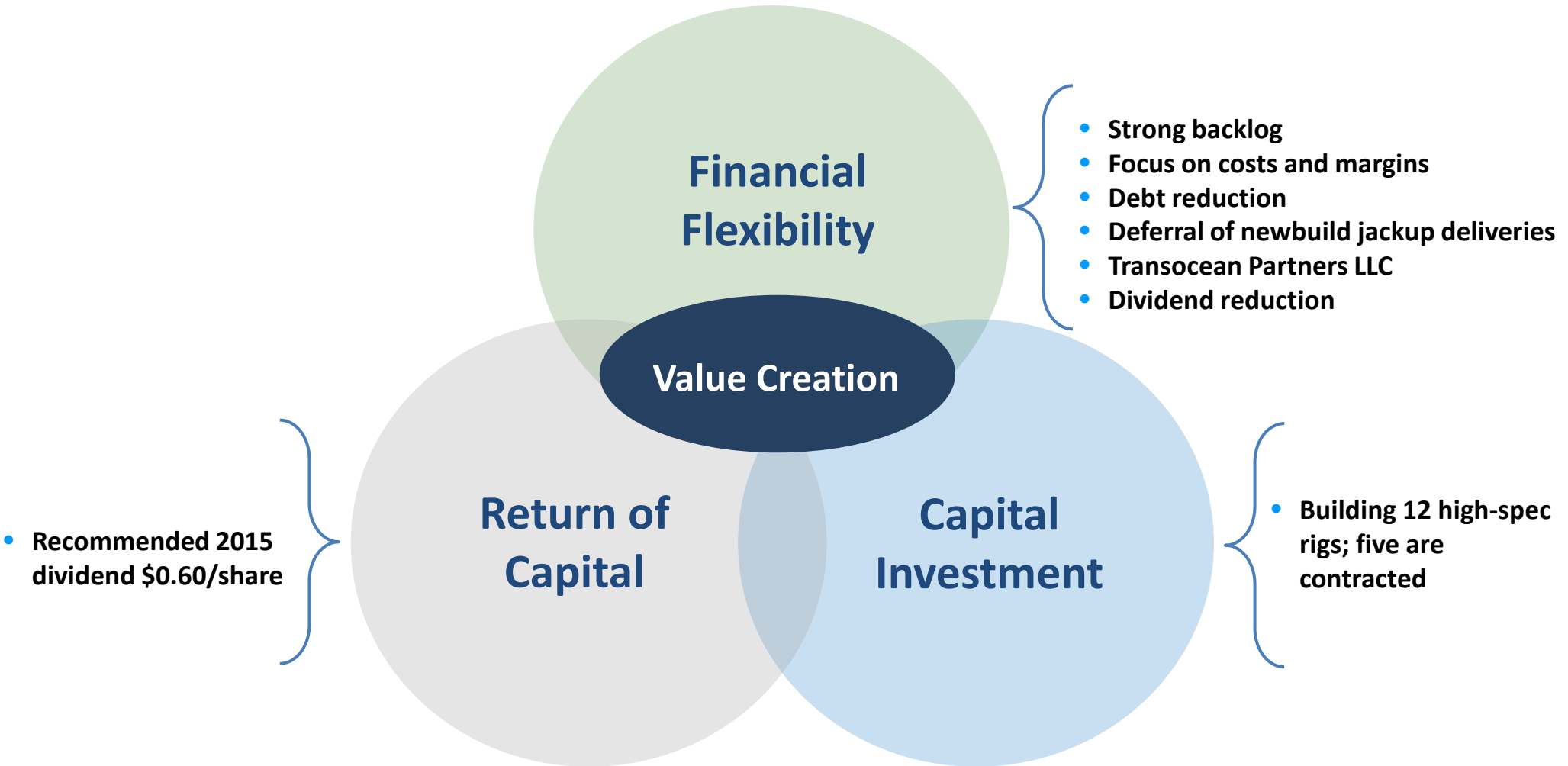


- Premier position in ultra-deepwater market segment
- Largest fleet of high spec and midwater floaters
- Operates in most major markets worldwide
- Technical leader
- Significant relationships across the customer spectrum
- Size and technical capabilities create reinvestment opportunities



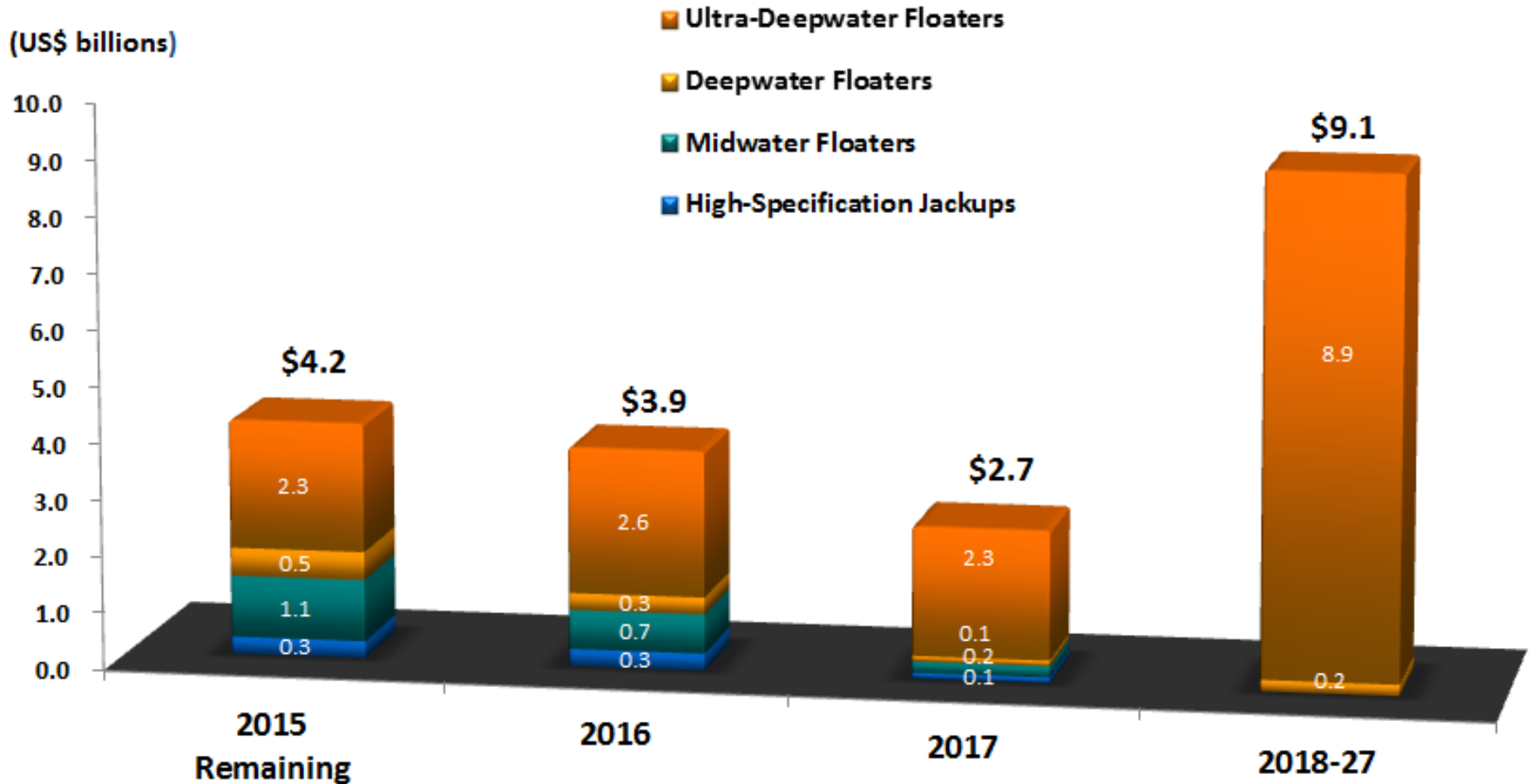
Company Overview

Value Creation



Company Overview

Strong Backlog



Total Backlog - \$19.9 billion⁽¹⁾

- Exploration successes support long-term ultra-deepwater demand
 - Market conditions are currently challenging
 - Rig market is temporarily oversupplied, including ultra-deepwater

Ultra-deepwater



Deepwater Invictus

Deepwater



Jack Bates

Midwater



GSF Rig 140

High-Spec Jackups



Transocean Honor

- | | | | |
|---|--|--|---|
| <ul style="list-style-type: none">• Global fleet utilization 92% ⁽²⁾• Newbuilds being delivered without contracts | <ul style="list-style-type: none">• Global fleet utilization 87% ⁽²⁾• Weakening activity; increase in rig availability | <ul style="list-style-type: none">• Global fleet utilization 84% ⁽²⁾• Near-term increase in rig availability | <ul style="list-style-type: none">• Global fleet utilization 88% ⁽²⁾• Demand and dayrates remain under pressure |
|---|--|--|---|

Financial Statements

Annual Results



Years ended December 31,

(In USD millions, except per share data)

	2014	2013
Revenues	\$9,174	\$9,249
Operating income (loss)	(1,378)	2,217
Net income (loss) attributable to controlling interest	(1,913)	1,407
Earnings (loss) per diluted share from continuing operations	(\$5.23)	\$3.85
Adjusted net income	\$1,803	\$1,488
Adjusted earnings per diluted share	\$4.94	\$4.09
Net cash provided by operating activities	\$2,220	\$1,918

Financial Statements

Quarter Results



	Three months ended March 31,	
	2015	2014
<i>(In USD millions, except per share data)</i>		
Revenues	\$2,043	\$2,339
Operating income (loss)	(321)	672
Net income (loss) attributable to controlling interest	(483)	456
Earnings (loss) per diluted share from continuing operations	(\$1.32)	\$1.27
Adjusted net income	\$398	\$520
Adjusted earnings per diluted share	\$1.10	\$1.43
Net cash provided by operating activities	\$526	\$136

Financial Statements

Consolidated Balance Sheet



	December 31,	
	2014	2013
<i>(In USD millions)</i>		
ASSETS		
Cash and cash equivalents	\$2,635	\$3,243
Other current assets	3,366	3,529
Property and equipment, net	21,538	21,707
Goodwill	-	2,987
Other assets	874	1,080
Total assets	\$28,413	\$32,546
LIABILITIES AND EQUITY		
Current liabilities	\$3,770	\$3,554
Long-term debt	9,059	10,379
Other long-term liabilities	1,591	1,928
Total long-term liabilities	10,650	12,307
Redeemable noncontrolling interest	11	-
Total equity	13,982	16,685
Total liabilities and equity	\$28,413	\$32,546

Financial Statement Overview

Transocean Ltd. Statutory Statement of Operations*



<i>(In CHF thousands)</i>	Years ended December 31,	
	2014	2013
Guarantee fee income	7,319	16,451
Dividend income	2,043,659	-
Interest income	25	14
Total income	2,051,003	16,465
Total costs and expenses	35,339	52,569
Loss on impairment	(7,482,493)	-
Gain on currency exchange	44,643	6,429
Net loss	(5,422,186)	(29,675)

* Derived from our financial statements, prepared in accordance with Swiss law requirements, the Code of Obligations

Financial Statement Overview

Transocean Ltd. Statutory Balance Sheet*



	December 31,	
	2014	2013
<i>(In CHF thousands)</i>		
ASSETS		
Total current assets	26,991	23,036
Property & equipment, net	-	168
Investment in affiliates	9,954,217	17,436,710
Other non-current assets	257,027	257,026
Total assets	10,238,235	17,716,940
LIABILITIES AND SHAREHOLDERS' EQUITY		
Total current liabilities	265,488	213,301
Total non-current liabilities	18,810	1,100,930
Share capital	5,607,459	5,607,459
General legal reserves	8,363,622	9,552,457
Reserve for treasury shares	326,567	325,189
Free reserves	1,017,866	856,995
Retained earnings (accumulated loss)	(5,361,577)	60,609
Total shareholders' equity	9,953,937	16,402,709
Total liabilities and shareholders' equity	10,238,235	17,716,940

* Derived from our financial statements, prepared in accordance with Swiss law requirements, the Code of Obligations

- **Favorable ruling handed down by Texas Supreme Court 2/13/15 - BP is not an additional insured**
- **Favorable court ruling 9/4/14 - effectively eliminates Transocean's financial risk arising from the below-surface discharge of oil**
 - **Transocean found to be not grossly negligent and not liable for punitive damages**
 - **Contractual indemnity affirmed as valid and enforceable**
 - **BP's release of its own claims against Transocean is valid and enforceable; PSC cannot pursue**
- **Civil and criminal settlement agreements reached with DOJ announced 1/3/13, comprising \$1.4B paid over five years**

- **Continuous Progress**
 - Improved operations
 - Fleet renewal and repositioning
 - Cost structure and waste elimination
 - Liquidity
 - Litigation uncertainties

Transocean is well positioned for the future



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- (1) Calculated by multiplying the contracted operating dayrate by the firm contract period for future periods, as of the Fleet Status Report issued April 16, 2015, for continuing operations only. Firm commitments are represented by signed drilling contracts or, in some cases, by other definitive agreements awaiting contract execution. Our contract backlog is calculated by multiplying the full contractual operating dayrate by the number of days remaining in the firm contract period, excluding revenues for mobilization, demobilization and contract preparation or other incentive provisions, which are not expected to be significant to our contract drilling revenues. The contractual operating dayrate may be higher than the actual dayrate we receive or we may receive other dayrates included in the contract, such as a waiting-on-weather rate, repair rate, standby rate or force majeure rate. The contractual operating dayrate may also be higher than the actual dayrate we receive because of a number of factors, including rig downtime or suspension of operations. In certain contracts, the dayrate may be reduced to zero if, for example, repairs extend beyond a stated period of time.
- (2) Data from IHS-Petrodata as of May 11, 2015. High-Specification Jackups are defined as competitive, independent cantilever rigs with water depths of 350' and greater.
- (3) This presentation is unaudited.