

TRANSOCEAN INC  
Form 4  
November 29, 2007

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SIEM KRISTIAN

2. Issuer Name and Ticker or Trading Symbol  
TRANSOCEAN INC [RIG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

4 GREENWAY PLAZA

3. Date of Earliest Transaction (Month/Day/Year)  
11/27/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

HOUSTON, TX 77046

(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) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 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   |
| Ordinary Shares                 | 11/27/2007                           |  | D                              |   | 4,000   | D  | (1) 0   |
| Ordinary Shares                 | 11/27/2007                           |  | A                              |   | 2,798   | A  | (2) 2,798   |
| Ordinary Shares                 | 11/27/2007                           |  | A                              |   | 14,271  | A  | (5) 17,069  |
| Ordinary Shares                 | 11/27/2007                           |  | D                              |   | 1,423,720   | D  | (1) 0   |
| Ordinary Shares                 | 11/27/2007                           |  | A                              |   | 996,034   | A  | (2) 996,034   |

See footnote (4)

See footnote

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|                 |            |   |         |                        |            |           |   |                               |
|-----------------|------------|---|---------|------------------------|------------|-----------|---|-------------------------------|
| Ordinary Shares | 11/27/2007 | A | 237,850 | <u>A</u><br><u>(5)</u> | <u>(5)</u> | 1,233,884 | I | (4)<br>See<br>footnote<br>(4) |
|-----------------|------------|---|---------|------------------------|------------|-----------|---|-------------------------------|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
|  |  |                                      |  | Code V                         | (A) (D)   | Date Exercisable Expiration Date                         | Title   |                            |
| Deferred Units                             | \$ 0   | 11/27/2007                           |  | D                              | 7,339   | <u>(3)</u> <u>(3)</u>                                    | Ordinary Shares   | 7,339                      |
| Deferred Units                             | \$ 0   | 11/27/2007                           |  | A                              | 5,133   | <u>(3)</u> <u>(3)</u>                                    | Ordinary Shares   | 5,133                      |
| Stock Options                              | \$ 19.86   | 11/27/2007                           |  | D                              | 6,000   | <u>(7)</u> 05/08/2013                                    | Ordinary Shares   | 6,000                      |
| Stock Options                              | \$ 21.15   | 11/27/2007                           |  | A                              | 5,635   | <u>(7)</u> 05/08/2013                                    | Ordinary Shares   | 5,635                      |
| Stock Options                              | \$ 36.17   | 11/27/2007                           |  | D                              | 6,000   | <u>(7)</u> 05/09/2012                                    | Ordinary Shares   | 6,000                      |
| Stock Options                              | \$ 38.51   | 11/27/2007                           |  | A                              | 5,635   | <u>(7)</u> 05/09/2012                                    | Ordinary Shares   | 5,635                      |
| Stock Options                              | \$ 49.91   | 11/27/2007                           |  | D                              | 6,000   | <u>(7)</u> 05/11/2011                                    | Ordinary Shares   | 6,000                      |
| Stock Options                              | \$ 53.14   | 11/27/2007                           |  | A                              | 5,635   | <u>(7)</u> 05/11/2011                                    | Ordinary Shares   | 5,635                      |
| Stock Options                              | \$ 49.81   | 11/27/2007                           |  | D                              | 4,000   | <u>(7)</u> 05/11/2010                                    | Ordinary Shares   | 4,000                      |
| Stock Options                              | \$ 53.04   | 11/27/2007                           |  | A                              | 3,756   | <u>(7)</u> 05/11/2010                                    | Ordinary Shares   | 3,756                      |

|               |          |            |   |       |     |            |                 |       |
|---------------|----------|------------|---|-------|-----|------------|-----------------|-------|
| Stock Options | \$ 27.88 | 11/27/2007 | D | 4,000 | (7) | 05/13/2009 | Ordinary Shares | 4,000 |
| Stock Options | \$ 29.68 | 11/27/2007 | A | 3,756 | (7) | 05/13/2009 | Ordinary Shares | 3,756 |
| Stock Options | \$ 56.31 | 11/27/2007 | D | 6,841 | (7) | 05/14/2008 | Ordinary Shares | 6,841 |
| Stock Options | \$ 59.96 | 11/27/2007 | A | 6,424 | (7) | 05/14/2008 | Ordinary Shares | 6,424 |

## Reporting Owners

| Reporting Owner Name / Address                         | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| SIEM KRISTIAN<br>4 GREENWAY PLAZA<br>HOUSTON, TX 77046 |               | X         |         |       |

## Signatures

Chipman Earle, by power of attorney  
11/29/2007

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

Pursuant to the Agreement and Plan of Merger (the "Merger Agreement") dated July 21, 2007 among Transocean Inc., Transocean Worldwide Inc. and GlobalSantaFe Corporation ("GlobalSantaFe"), at the effective time of the reclassification contemplated by the

(1) Merger Agreement, each outstanding ordinary share, par value \$0.01 per share, was converted into the right to receive 0.6996 new ordinary shares of Transocean, having a market value of \$129.39 per share as of the close of trading on the trading day immediately preceding the effective time of the transactions, and \$33.03 in cash (the "Reclassification Consideration").

(2) Acquired pursuant to the Merger Agreement as described in note (1).

Pursuant to the Merger Agreement, at the effective time of the reclassification, each outstanding deferred unit became fully vested and

(3) was converted into the cash portion of the Reclassification Consideration and the right to receive the share portion of the Reclassification Consideration upon leaving the board.

(4) Represents reporting person's aggregate indirect ownership in shares held indirectly through a corporation. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

Pursuant to the Merger Agreement, at the effective time of the merger contemplated by the Merger Agreement, each outstanding ordinary share, par value \$0.01 per share, of GlobalSantaFe was converted into the right to receive 0.4757 ordinary shares of Transocean, having a market value of \$129.39 per share as of the close of trading on the trading day immediately preceding the effective time of the merger, and \$22.46 in cash. The reporting person beneficially owned 500,000 GlobalSantaFe ordinary shares through a corporation. The reporting person disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein.

(5)

Pursuant to the Merger Agreement, at the effective time of the reclassification, each outstanding option to purchase Transocean ordinary shares was adjusted to be exercisable for a number of Transocean ordinary shares equal to the number of Transocean ordinary shares for

(6) which such option was exercisable immediately prior to the reclassification multiplied by 0.9392 (rounded down to the nearest whole share) with a per share exercise price equal to the exercise price of the option immediately prior to the reclassification divided by 0.9392 (rounded up to the nearest whole cent).

(7) The stock options are fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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