

TRANSOCEAN INC
Form 4
December 03, 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 *
BROWN ERIC B

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)
11/29/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr.VP, Gen Counsel & Secretary

(Street)
HOUSTON, TX 77046

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

(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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Ordinary Shares	11/29/2007		M ⁽¹⁾		12,142 A \$ 59.99	40,454 ⁽²⁾	D
Ordinary Shares	11/29/2007		S ⁽¹⁾		12,142 D \$ 136.4052 ⁽³⁾	28,312	D
Ordinary Shares	11/29/2007		M ⁽¹⁾		8,707 A \$ 29.95	37,019	D
Ordinary Shares	11/29/2007		S ⁽¹⁾		8,707 D \$ 137.3268 ⁽⁴⁾	28,312	D
	11/29/2007		M ⁽¹⁾		24,914 A \$ 83.7	53,226	D

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Ordinary Shares								
Ordinary Shares	11/29/2007		S ⁽¹⁾	24,914	D	\$ 137.0314 <u>(5)</u>	28,312	D
Ordinary Shares	11/29/2007		S ⁽¹⁾	9,600	D	\$ 137.6	18,712	D
Ordinary Shares							234	I

By Issuer
Employee
Stock
Purchase
Plan

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

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(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)	8. Amount or Number of Shares
Stock Options	\$ 59.99	11/29/2007		M ⁽¹⁾	12,142	<u>(6)</u> 07/12/2015	Ordinary Shares	12,142
Stock Options	\$ 29.95	11/29/2007		M ⁽¹⁾	8,707	<u>(6)</u> 07/07/2014	Ordinary Shares	8,707
Stock Options	\$ 83.7	11/29/2007		M ⁽¹⁾	24,914	<u>(6)</u> 07/12/2016	Ordinary Shares	24,914

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROWN ERIC B 4 GREENWAY PLAZA			Sr.VP, Gen Counsel & Secretary	

HOUSTON, TX 77046

Signatures

Chipman Earle

12/03/2007

__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).
- (1) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (2) The amount of securities beneficially owned by Mr. Brown following the transactions reported in the Form 4 filed on November 29, 2007 of 36,279 shares included an error in calculation and the total amount should have been 28,312 shares.
- (3) Represents the weighted average of shares sold on November 29, 2007 pursuant to a Rule 10b5-1 trading plan as indicated in Note 1, at prices that range from \$134.76 to \$137.71.
- (4) Represents the weighted average of shares sold on November 29, 2007 pursuant to a Rule 10b5-1 trading plan as indicated in Note 1, at prices that range from \$137.17 to \$137.56.
- (5) Represents the weighted average of shares sold on November 29, 2007 pursuant to a Rule 10b5-1 trading plan as indicated in Note 1, at prices that range from \$136.67 to \$137.00.
- (6) The options are fully vested and exercisable.

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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