

TRANSOCEAN INC
Form 4
February 23, 2005

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 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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
LONG ROBERT L

(Last) (First) (Middle)

4 GREENWAY PLAZA

(Street)

HOUSTON, TX 77046

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/22/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

President and CEO

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

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)
Ordinary Shares	02/22/2005		M ⁽¹⁾	16,400 A	\$ 28.75 50,722	D	
Ordinary Shares	02/22/2005		S ⁽¹⁾	16,400 D	\$ 49.1 34,322	D	
Ordinary Shares	02/22/2005		M ⁽¹⁾	20,000 A	\$ 23.69 54,322	D	
Ordinary Shares	02/22/2005		S ⁽¹⁾	20,000 D	\$ 49.1 34,322	D	
Ordinary Shares	02/22/2005		M ⁽¹⁾	20,000 A	\$ 28.8 54,322	D	

Edgar Filing: TRANSOCEAN INC - Form 4

Ordinary Shares	02/22/2005	<u>S</u> (1)	20,000	D	\$ 49.1	34,322	D
-----------------	------------	--------------	--------	---	---------	--------	---

Ordinary Shares	02/22/2005	<u>M</u> (1)	20,000	A	\$ 18.82	54,322	D
-----------------	------------	--------------	--------	---	----------	--------	---

Ordinary Shares	02/22/2005	<u>S</u> (1)	20,000	D	\$ 49.1	34,322	D
-----------------	------------	--------------	--------	---	---------	--------	---

Ordinary Shares						3,646	I	By Issuer Savings Plan
-----------------	--	--	--	--	--	-------	---	------------------------

Ordinary Shares						5,515	I	By Issuer Employee Stock Purchase Plan ⁽⁵⁾
-----------------	--	--	--	--	--	-------	---	---

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

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 control number.

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)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 28.75	02/22/2005		<u>M</u> (1)	16,400	<u>(2)</u> 03/12/2007	Ordinary Shares	16,400
Stock Options	\$ 23.69	02/22/2005		<u>M</u> (1)	20,000	<u>(2)</u> 02/10/2009	Ordinary Shares	20,000
Stock Options	\$ 28.8	02/22/2005		<u>M</u> (1)	20,000	<u>(3)</u> 07/10/2012	Ordinary Shares	20,000
Stock Options	\$ 18.82	02/22/2005		<u>M</u> (1)	20,000	<u>(4)</u> 10/10/2012	Ordinary Shares	20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LONG ROBERT L 4 GREENWAY PLAZA HOUSTON, TX 77046	X		President and CEO	

Signatures

William E. Turcotte by Power of
Attorney

02/23/2005

__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 adopted by the reporting person on February 18, 2005.
- (2) The options are fully vested and exercisable.
- (3) Options under the issuer's Long-Term Incentive Plan exercisable as follows: 20,000 on 7/10/2003, 20,000 on 7/10/2004 and 20,000 on 7/10/2005.
- (4) Options under the issuer's Long-Term Incentive Plan exercisable as follows: 16,666 on 10/10/2003, 16,667 on 10/10/2004 and 16,667 on 10/10/2005.
- (5) Shares owned under the issuer's Employee Stock Purchase Plan. Includes 2,092 shares acquired under the issuer's Employee Stock Purchase Plan between July 10, 2003 and February 22, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.