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TRANSOCEAN SEDCO FOREX INC
 Form S-8
 December 20, 2001

As filed with the Securities and Exchange Commission on December 20, 2001
 Registration No. 333-_____

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

FORM S-8
 REGISTRATION STATEMENT
 UNDER
 THE SECURITIES ACT OF 1933

TRANSOCEAN SEDCO FOREX INC.
 (Exact name of registrant as specified in its charter)

CAYMAN ISLANDS	4 GREENWAY PLAZA	N/A
(State or other jurisdiction of incorporation or organization)	HOUSTON, TEXAS 77046 (Address of Principal Executive Offices)	(I.R.S. Employer Identification No.)

EMPLOYEE STOCK PURCHASE PLAN
 (Full title of the plan)

ERIC B. BROWN, ESQ.
 TRANSOCEAN SEDCO FOREX INC.
 4 GREENWAY PLAZA
 HOUSTON, TEXAS 77046
 (Name and address of agent for service)

(713) 232-7500
 (Telephone number, including area code, of agent for service)

CALCULATION OF REGISTRATION FEE

TITLE OF SECURITIES TO BE REGISTERED	PROPOSED MAXIMUM AMOUNT TO BE REGISTERED	PROPOSED MAXIMUM OFFERING PRICE PER SHARE (1)	AGGREGATE OFFERING PRICE (1)
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Ordinary Shares, par value \$.01 per share	750,000	\$ 29.94	\$ 22,4
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