

Edgar Filing: Transocean Ltd. - Form 8-K

Transocean Ltd.  
Form 8-K  
June 26, 2015

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

FORM 8 K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): June 26, 2015

TRANSOCEAN LTD.  
(Exact name of registrant as specified in its charter)

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| Switzerland<br>(State or other jurisdiction of<br>incorporation or organization) | 000-53533<br>(Commission<br>File Number) | 98-0599916<br>(I.R.S. Employer<br>Identification No.) |
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| 10 Chemin de Blandonnet<br>1214 Vernier, Geneva<br>Switzerland<br>(Address of principal executive offices) | CH-1214<br><br><br>(zip code) |
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Registrant's telephone number, including area code: +41 (22) 930-9000

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



#### Item 8.01 Other Events

On June 26, 2015, Transocean Inc. (the “Company”), a wholly-owned subsidiary of Transocean Ltd., issued a notice of redemption to holders of its outstanding 4.95% Senior Notes due 2015 (the “Notes”) pursuant to the Indenture dated December 11, 2007, by and among the Company, Transocean Ltd., as guarantor, and Wells Fargo Bank, National Association, as trustee, as amended and supplemented by the Fourth Supplemental Indenture dated September 21, 2010 and other supplemental indentures thereto (as so amended and supplemented, the “Indenture”). On July 30, 2015, the Company will redeem \$893 million outstanding aggregate principal amount of the Notes, representing all remaining amounts outstanding. The redemption price of the Notes will be equal to the principal amount thereof plus accrued and unpaid interest up to, but excluding, the redemption date, plus a “make whole” premium in accordance with the Indenture.

#### Forward Looking Statements

Statements included in this Current Report on Form 8-K regarding the notice of partial redemption to holders of its Notes, as described in this report, that are not historical facts are forward looking statements. These statements involve risks and uncertainties including, but not limited to the operations of the Company and other related items that are detailed in risk factors and elsewhere in Transocean Ltd.'s Annual Report on Form 10-K for the year ended December 31, 2014, subsequent Quarterly Reports on Form 10-Q and other filings with the U.S. Securities and Exchange Commission. Should one or more of these risks or uncertainties materialize (or the consequences of such a development worsen), or should underlying assumptions prove incorrect, actual outcomes may vary materially from those forecasted or expected. Transocean Ltd. disclaims any intention or obligation to update publicly or revise such statements, whether as a result of new information, future events or otherwise.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TRANSOCEAN LTD.

Date: June 26, 2015

By /s/ Jill S. Greene  
Jill S. Greene  
Authorized Person