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TRANSOCEAN INC  
Form 8-K  
August 14, 2002

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): August 13, 2002

TRANSOCEAN INC.

(Exact name of registrant as specified in its charter)

|   |                             |   |
|---|-----------------------------|---|
| CAYMAN ISLANDS  | 333-75899                   | 66-0587307                              |
| (State or other jurisdiction of<br>incorporation or organization) | (Commission<br>File Number) | (I.R.S. Employer<br>Identification No.) |

4 GREENWAY PLAZA  
HOUSTON, TEXAS 77046

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (713) 232-7500

ITEM 9. REGULATION FD DISCLOSURE.

On August 13, 2002, the chief executive officer and chief financial officer of Transocean Inc. submitted the following sworn statements in compliance with Order No. 4-460 of the Securities and Exchange Commission (June 27, 2002). The information in Item 9 of this report is being furnished, not filed, pursuant to Regulation FD. Accordingly, the information in Item 9 of this report will not be incorporated by reference into any registration statement filed by Transocean Inc. under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated therein by reference.

STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER AND PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, J. Michael Talbert, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Transocean Inc., and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and

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- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the audit committee of the board of directors of Transocean Inc.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- the Annual Report on Form 10-K for the fiscal year ended December 31, 2001 of Transocean Inc.;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Transocean Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and

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- any amendments to any of the foregoing.

/s/ J. Michael Talbert  
-----  
J. Michael Talbert  
Chief Executive Officer  
August 13, 2002

Subscribed and sworn to  
before me this 13th day of  
August 2002.  
/s/ Joan D. Chewning  
-----  
Notary Public  
My Commission Expires: January 18, 2004

STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER AND PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, Gregory L. Cauthen, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Transocean Inc., and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the audit committee of the board of directors of Transocean Inc.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- the Annual Report on Form 10-K for the fiscal year ended December 31, 2001 of Transocean Inc.;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive

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proxy materials of Transocean Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and

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- any amendments to any of the foregoing.

/s/ Gregory L. Cauthen  
-----  
Gregory L. Cauthen  
Senior Vice President, Chief  
Financial Officer and Treasurer  
August 13, 2002

Subscribed and sworn to  
before me this 13th day of  
August 2002.  
/s/ Joan D. Chewning  
-----  
Notary Public  
My Commission Expires: January 18, 2004

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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 thereunto duly authorized.

TRANSOCEAN INC.

Date: August 13, 2002

By: /s/ Gregory L. Cauthen  
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Gregory L. Cauthen  
Senior Vice President, Chief Financial  
Officer and Treasurer

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