

TRANSOCEAN INC  
Form 8-K  
October 17, 2007

**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): October 15, 2007  
TRANSOCEAN INC.  
(Exact name of registrant as specified in its charter)**

**Cayman Islands**  
(State or other jurisdiction of  
incorporation or organization)

**333-75899**  
(Commission  
File Number)

**66-0582307**  
(I.R.S. Employer  
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**

(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))
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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) (c)

On October 15, 2007, we announced the following changes involving our principal accounting officer position, effective November 1, 2007:

John H. Briscoe, who currently serves as our Vice President, Audit and Advisory Services, will serve as our Vice President and Controller. Mr. Briscoe has been in his current position since June 2007. From January 2007 to June 2007, Mr. Briscoe served as our Director of Investor Relations and Communications. From June 2005 to January 2007, Mr. Briscoe served as our Finance Director for North and South America. Prior to joining our company in June 2005, Mr. Briscoe served as Vice President of Accounting for Ferrellgas Inc., the general partner of Ferrellgas Partners L.P., a New York Stock Exchange traded master limited partnership, from July 2003 to June 2005 and he served as Vice President of Administration from June 2002 to July 2003.

David A. Tonnel, who currently serves as our Vice President and Controller, will assume the position of Vice President, Integration and Process Improvement. Mr. Tonnel has served in his current position since February 2005. From May 2003 to February 2005, Mr. Tonnel served as Assistant Controller of our company. Mr. Tonnel served as Finance Manager, Asia Australia Region from October 2000 to May 2003 and as Controller, Nigeria from April 1999 to October 2000. Mr. Tonnel joined our company in 1996 after working for Ernst & Young in France as Senior Auditor.

**Item 8.01. Other Events.**

On October 15, 2007, Transocean Inc. and GlobalSantaFe Corporation announced the following appointments which further identify the management team after the closing of their merger transaction:

**Applied Drilling Technology, Inc.**

Steve Morrison will continue to serve as President, Applied Drilling Technology Inc. (ADTI), after the close of the merger and he will report to Jon Marshall, President and Chief Operating Officer of the combined company. ADTI is a wholly owned subsidiary of GlobalSantaFe Corporation that provides drilling management services primarily on a turnkey basis.

**Merger Integration**

David Tonnel has been appointed Vice President, Integration and Process Improvement of Transocean Inc. effective November 1, 2007 and he will continue to serve in that position after the close of the merger. Mr. Tonnel will report to Bob Long, Chief Executive Officer of the combined company.

**Accounting**

John Briscoe has been appointed Vice President and Controller of Transocean Inc. effective November 1, 2007 and he will continue to serve in that position after the close of the merger.

Mr. Briscoe will report to Greg Cauthen, Senior Vice President and Chief Financial Officer of the combined company.

**Forward-Looking Statements**

Statements included in this Current Report on Form 8-K regarding the consummation of the proposed merger transaction and management of our company and its subsidiaries following the proposed merger transaction, and other statements that are not historical facts, are forward looking statements. These statements involve risks and uncertainties including, but not limited to, actions by regulatory authorities or other third parties, consummation of financing, satisfaction of closing conditions, and other factors detailed in risk factors and elsewhere in our Annual Report on Form 10-K, our recent definitive proxy statement with respect to our shareholders meeting and our other filings with the Securities and Exchange Commission. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual outcomes may vary materially from those forecasted or expected. We disclaim 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 thereunto duly authorized.

TRANSOCEAN INC.

Date: October 17, 2007

By: /s/ Chipman Earle  
Chipman Earle  
Associate General Counsel and  
Corporate  
Secretary

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June 16, 2014  
/s/ SAM DAWSON

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Sam Dawson

President and Chief Executive Officer and Director (Principal Executive Officer)

June 16, 2014  
/s/ LEE R. GIBSON

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Lee R. Gibson

Senior Executive Vice President and Chief Financial Officer (Principal Financial Officer)

June 16, 2014

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Signature	Title	Date
<u>/s/ JULIE N. SHAMBURGER</u> Julie N. Shamburger	Executive Vice President and Chief Accounting Officer (Principal Accounting Officer)	June 16, 2014
<u>/s/ LAWRENCE ANDERSON</u> Lawrence Anderson	Director	June 16, 2014
<u>/s/ HERBERT C. BUIE</u> Herbert C. Buie	Director	June 16, 2014
<u>/s/ ALTON CADE</u> Alton Cade	Director	June 16, 2014
<u>/s/ PIERRE DE WET</u> Pierre de Wet	Director	June 16, 2014
<u>/s/ BOB GARRETT</u> Bob Garrett	Director	June 16, 2014
<u>/s/ MELVIN B. LOVELADY</u> Melvin B. Lovelady	Director	June 16, 2014
<u>/s/ PAUL W. POWELL</u> Paul W. Powell	Director	June 16, 2014
<u>/s/ WILLIAM SHEEHY</u> William Sheehy	Director	June 16, 2014
<u>/s/ PRESTON SMITH</u> Preston Smith	Director	June 16, 2014
<u>/s/ DON THEDFORD</u> Don Thedford	Director	June 16, 2014

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**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
2	Agreement and Plan of Merger, dated April 28, 2014, by and among Southside Bancshares, Inc., Omega Merger Sub, Inc. and OmniAmerican Bancorp, Inc. (attached as Annex A to the joint proxy statement/prospectus contained in this registration statement).
3.1	Restated Certificate of Formation of Southside Bancshares, Inc. effective May 2, 2014 (filed as Exhibit 3(a) to the Registrant's Form 10-Q for the quarter ended March 31, 2014, and incorporated herein by reference).
3.2	Amended and Restated Bylaws of Southside Bancshares, Inc. effective August 9, 2012 (filed as Exhibit 3(b) to the Registrant's Form 8-K, filed August 10, 2012, and incorporated herein by reference).
5*	Opinion of Alston & Bird LLP regarding the legality of the securities being registered.
8.1*	Opinion of Alston & Bird LLP regarding certain tax matters.
8.2*	Opinion of Haynes and Boone, LLP regarding certain tax matters.
10.1	Form of Stockholder Voting and Support Agreement, dated April 28, 2014, by and between Southside Bancshares, Inc. and each of the non-employee directors of OmniAmerican Bancorp, Inc. (attached as Annex D to the joint proxy statement/ prospectus contained in this registration statement).
10.2*	Employment Agreement, dated April 28, 2014, by and between Southside Bank, Southside Bancshares, Inc. and Tim Carter, effective upon the closing of the mergers.
10.3*	Employment Agreement, dated April 28, 2014, by and between Southside Bank, Southside Bancshares, Inc. and Deborah B. Wilkinson, effective upon the closing of the mergers.
10.4*	Employment Agreement, dated April 28, 2014, by and between Southside Bank, Southside Bancshares, Inc. and Anne Holland, effective upon the closing of the mergers.
10.5*	Employment Agreement, dated April 28, 2014, by and between Southside Bank, Southside Bancshares, Inc. and T.L. Arnold, Jr., effective upon the closing of the mergers.
23.1*	Consent of Alston & Bird LLP (included in the opinions referred to in Exhibits 5 and 8.1 above).
23.2*	Consent of Haynes and Boone, LLP (included in the opinion referred to in Exhibit 8.2 above).
23.3	Consent of Ernst & Young LLP (with respect to Southside Bancshares, Inc.).
23.4	Consent of PricewaterhouseCoopers LLP (with respect to Southside Bancshares, Inc.).
23.5	Consent of KPMG LLP (with respect to OmniAmerican Bancorp, Inc.).
23.6	Consent of McGladrey LLP (with respect to OmniAmerican Bancorp, Inc.).
24	Power of Attorney, contained on the signature pages hereto.
99.1	Consent of Keefe, Bruyette & Woods, Inc.
99.2	Consent of Sandler O'Neill & Partners, L.P.
99.3*	Form of proxy of Southside Bancshares, Inc.

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<b>Exhibit No.</b>	<b>Description</b>
99.4*	Form of proxy of OmniAmerican Bancorp, Inc.

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To be filed by amendment.