Briscoe John H Form 4 March 06, 2008

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005 Estimated average

Form 5 obligations may continue. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

burden hours per response... 0.5

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 See Instruction 1(b).

(Print or Type Responses)

1. Name and Briscoe Job	Address of Reportin hn H	Symbol	ner Name and Ticker or Trading I NSOCEAN INC [RIG]	Issuer	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle) 3. Date	of Earliest Transaction	(Che	(Check an applicable)			
4 GREEN	WAY PLAZA	(Month/ 03/06/	/Day/Year) /2008	Director 10% Owner X Officer (give title Other (specify below)				
	(Street)	4. If Am	mendment, Date Original	6. Individual or J	6. Individual or Joint/Group Filing(Check			
HOUSTON	N, TX 77046	Filed(M	Ionth/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip) Tal	able I - Non-Derivative Securities A	Acquired, Disposed (of, or Beneficia	ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		Code (Instr. 3, 4 and 5)		6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		

Ordinary 03/06/2008 S 1,500 D 4,017 D 140.92 Shares

Employee Ordinary 517 Ι Stock Shares Purchase Plan

Code V Amount

(A)

(D)

Price

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form

Reported

Transaction(s)

(Instr. 3 and 4)

(I)

(Instr. 4)

By Issuer

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displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date (Month/Day/Year)		4.	5. Mumber	6. Date Exerc		7. Titl		8. Price of	9. Nu Derix
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D)			Amou Under Securi (Instr.	lying	Derivative Security (Instr. 5)	Deriv Secur Bene Owne Follo Repo Trans (Instr
					(Instr. 3, 4, and 5)						
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Briscoe John H

4 GREENWAY PLAZA Vice President and Controller

HOUSTON, TX 77046

Signatures

Chipman Earle by Power of Attorney 03/06/2008

**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).

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.

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