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TRANSOCEAN SEDCO FOREX INC
Form 8-K
February 22, 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): February 22, 2002

TRANSOCEAN SEDCO FOREX 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

N/A

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

ITEM 5. OTHER EVENTS.

On February 22, 2002, the Company issued a press release announcing the waiver of a consent condition with respect to its previously announced exchange offers for six series of R&B Falcon Corporation notes. The press release is included as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

The following exhibit is filed herewith:

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99.1 Press Release dated February 22, 2002.

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 SEDCO FOREX INC.

Date: February 22, 2002

By: /s/ GREGORY L. CAUTHEN

Gregory L. Cauthen
Vice President, Chief Financial Officer
and Treasurer

EXHIBIT INDEX

| Exhibit Number ----- | Description ----- |
|----------------------------|--|
| 99.1 | Press Release dated February 22, 2002. |