ROWAN COMPANIES PLC

Form 4 May 05, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number: January 31, Expires:

2005 Estimated average

0.5

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

may continue. See Instruction 1(b).

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

Ordinary

Shares

05/01/2015

| MOVAIIII AN COLIN D | | Person * 2. Issue Symbol | r Name and Ticker or T | rading | 5. Relationship of Reporting Person(s) to Issuer | | | |
|--------------------------------------|---|---|--|--------------|--|--|---|--|
| | | ROWA | N COMPANIES P | LC [RDC] | (Che | eck all applicable | e) | |
| (Last) | (First) (M | fiddle) 3. Date of | f Earliest Transaction | | | | | |
| | | (Month/D | Day/Year) | | _X_ Director | | 6 Owner | |
| 2800 POST 5450 | OAK BLVD, SU | ITE 05/01/2 | 05/01/2015 | | | te titleOth | er (specify | |
| | (Street) | 4. If Ame | endment, Date Original | | 6. Individual or Joint/Group Filing(Check | | | |
| Fil HOUSTON, TX 77056 | | | Filed(Month/Day/Year) | | | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| (City) | (State) | (Zip) Tabl | e I - Non-Derivative S | ecurities Ac | quired, Disposed | of, or Beneficial | lly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. 4. Securiti Transaction(A) or Dis Code (D) (Instr. 8) (Instr. 3, 4) Code V Amount | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Ordinary Shares | 05/01/2015 | | M 44,336 | A (1) | 59,336 | D (2) | | |

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

D

25,719 D

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 $D^{(2)}$

33,617

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transactic Code (Instr. 8) | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|--|-----|--------|--|--------------------|---|-------------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Share Units | (3) | 05/01/2015 | | M | | 44,336 | 05/01/2015 | 05/01/2015 | Ordinary Shares | 44,336 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------|---------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| MOYNIHAN COLIN B 2800 POST OAK BLVD SUITE 5450 HOUSTON, TX 77056 | X | | | | | |

Signatures

/s/ Melanie M. Trent, Attorney-in-Fact 05/05/2015

**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).
- Upon the reporting person's retirement from the Board of Directors of the Company, 44,336 restricted share units were settled, of which 18,617 were settled for ordinary shares on a one-for-one basis and 25,719 were settled in cash at the market price of \$21.31 per ordinary share. The market price reflects the average high and low price on Friday, May 1, 2015. A portion of the cash was retained by the Company for tax withholding.
- (2) Includes 3,000 shares held indirectly through a pension trust.
- (3) See footnote (1) above.

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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