

**ENSCO PLC**  
Reported by  
**BROWN DAVID A B**

**FORM 4**  
(Statement of Changes in Beneficial Ownership)

Filed 05/21/14 for the Period Ending 05/19/14

|             |                                   |
|-------------|-----------------------------------|
| Telephone   | 4402076594660                     |
| CIK         | 0000314808                        |
| Symbol      | ESV                               |
| SIC Code    | 1381 - Drilling Oil and Gas Wells |
| Industry    | Oil Well Services & Equipment     |
| Sector      | Energy                            |
| Fiscal Year | 12/31                             |

# FORM 4

[ X ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

|   |   |  |
|---|---|--|
| 1. Name and Address of Reporting Person * | 2. Issuer Name and Ticker or Trading Symbol       | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)                            |
| <b>BROWN DAVID A B</b>                    | <b>Ensco plc [ ESV ]</b>                          | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner                    |
| (Last) (First) (Middle)                   | 3. Date of Earliest Transaction (MM/DD/YYYY)      | <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |
| <b>6 CHESTERFIELD GARDENS, 3RD FLOOR</b>  | <b>5/19/2014</b>                                  |  |
| (Street)                                  | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | 6. Individual or Joint/Group Filing (Check Applicable Line)  |
| <b>LONDON W1J 5BQ</b>                     |   | <input checked="" type="checkbox"/> Form filed by One Reporting Person                             |
| (City) (State) (Zip)                      |   | <input type="checkbox"/> Form filed by More than One Reporting Person                              |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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) |
|---------------------------------|----------------|-----------------------------------|---------------------------|---|---|--|---|
|                                 |                |                                   | Code V                    | Amount (A) or (D) Price   |   |  |   |
| Class A Ordinary Shares         | 5/19/2014      |                                   | M                         | 9016 A (1) (2) (3)  | 16248   | D  |   |
| Class A Ordinary Shares         | 5/19/2014      |                                   | F                         | 930 (4) D \$49.70   | 15318   | D  |   |

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

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|----------------|-----------------------------------|---------------------------|--|---|---|--|---|--|--|
|  |  |                |                                   | Code V                    | (A) (D)  | Date Exercisable Expiration Date        | Title Amount or Number of Shares  |  |   |  |  |
| Restricted Share Units                   | (1)  | 5/19/2014      |                                   | M                         | 1412 (5)   | 5/19/2014 5/19/2014                     | Class A Ordinary Shares 1412.0  | \$0  | 0   | D  |  |
| Restricted Share Units                   | (2)  | 5/19/2014      |                                   | M                         | 3470 (5)   | 5/19/2014 5/19/2014                     | Class A Ordinary Shares 3470.0  | \$0  | 0   | D  |  |
| Restricted Share Units                   | (3)  | 5/19/2014      |                                   | M                         | 4134 (5)   | 5/19/2014 5/19/2014                     | Class A Ordinary Shares 4134.0  | \$0  | 0   | D  |  |

### Explanation of Responses:

- Upon the vesting of our restricted share units, the reporting person is required to pay the aggregate nominal value (par value), \$0.10 per share, of our Class A ordinary shares actually issued, in accordance with U.K. corporate law. In connection with the transaction reported above, the reporting person paid \$126.60 to Ensco plc with respect to the shares actually issued upon vesting of the restricted share units. The remaining 146 shares were withheld and not issued to satisfy certain tax withholding obligations.
- Upon the vesting of our restricted share units, the reporting person is required to pay the aggregate nominal value (par value), \$0.10 per share, of our Class A ordinary shares actually issued, in accordance with U.K. corporate law. In connection with the transaction reported above, the reporting person paid \$311.20 to Ensco plc with respect to the shares actually issued upon vesting of the restricted share units. The remaining 358 shares were withheld and not issued to satisfy certain tax withholding obligations.

- (3) Upon the vesting of our restricted share units, the reporting person is required to pay the aggregate nominal value (par value), \$0.10 per share, of our Class A ordinary shares actually issued, in accordance with U.K. corporate law. In connection with the transaction reported above, the reporting person paid \$370.80 to Ensco plc with respect to the shares actually issued upon vesting of the restricted share units. The remaining 426 shares were withheld and not issued to satisfy certain tax withholding obligations.
- (4) These shares were withheld to satisfy tax withholding obligations that arose upon vesting.
- (5) Due to Mr. Brown's retirement from the board of directors as of the Annual General Meeting of Shareholders on May 19, 2014, the restricted stock unit vestings were accelerated to May 19, 2014.

#### Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| <b>BROWN DAVID A B</b><br><b>6 CHESTERFIELD GARDENS</b><br><b>3RD FLOOR</b><br><b>LONDON W1J 5BQ</b> | <b>X</b>      |           |         |       |

#### Signatures

/s/ Elizabeth A. Cook, by Power of Attorney

5/21/2014

\*\* Signature of Reporting Person

Date

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

\* 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.

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