

IN RE: PACIFIC DRILLING S.A., ET AL. (THE “DEBTORS”)
(BANKR. S.D. TEX. CHAPTER 11 CASE NO. 20-35212 (DRJ) JOINTLY ADMINISTERED)

**NOTICE OF DISTRIBUTION TO HOLDERS OF
THE DEBTORS’ PUBLICLY TRADED SECURITIES**

On December 21, 2020, the United States Bankruptcy Court for the Southern District of Texas—Houston Division entered an order [Docket No. 266] (the “**Confirmation Order**”) confirming the *Modified First Amended Joint Plan of Reorganization of Pacific Drilling S.A. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (attached to the Confirmation Order as Exhibit 1, the “**Plan**”). The “Effective Date”¹ of the Plan occurred on December 31, 2020.

Class 3 (First Lien Notes)

**Deemed Cancellation of First Lien Notes, Use of DTC’s ATOP and Registration Form, and
Distribution of New PDC Equity *Outside* DTC to Holders of First Lien Notes**

In accordance with the Plan, the Debtors’ 8.375% First Lien Notes due 2023 (144A) (CUSIP 694183AA2) and 8.375% First Lien Notes due 2023 (Reg-S) (CUSIP G6868TAA5) (together, the “**First Lien Notes**”) listed in the table below were deemed cancelled as of the Effective Date.² In connection with the effectiveness of the Plan and for administrative purposes only, the Depository Trust Company (“**DTC**”) chilled the First Lien Notes for deliver orders (including ACAT movement), whereupon such holdings of First Lien Notes have continued to be notated by “**Chilled First Lien Target CUSIPs**”.

For the purpose of obviating the need to collect medallion guarantees from broker nominees, DTC used its Automated Tender Offer Program (“**ATOP**”) for the purpose of collecting certifications from holders of the Chilled First Lien Target CUSIPs (the “**First Lien ATOP Option**”), which is being used in tandem with the “**Registration Form**” (attached hereto as **Exhibit A**) to issue 91.5% of the non-DTC-eligible New PDC Equity outside DTC. For the avoidance of doubt, the Debtors’ claims and noticing agent and administrative advisor Prime Clerk LLC (“**Prime Clerk**”) will collect, process, and validate the Registration Forms *outside DTC*, and no entitlements will be allocated to holders of First Lien Notes through DTC.

Issuer of First Lien Notes	Security Description of First Lien Notes to Be Deemed Cancelled on Effective Date	CUSIP / ISIN of First Lien Notes
Pacific Drilling First Lien Escrow Issuer Limited	8.375% First Lien Notes due 2023 (144A)	CUSIP 694183AA2 ISIN US694183AA23
Pacific Drilling First Lien Escrow Issuer Limited	8.375% First Lien Notes due 2023 (Reg-S)	CUSIP G6868TAA5 ISIN USG6868TAA54

¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in the Plan. The description of the Plan is qualified in its entirety by the terms of the Plan.

² Pursuant to section 4.8 of the Plan, although the First Lien Notes are deemed cancelled as of the Effective Date, the applicable frozen “Target” CUSIPs continue in existence solely for the purpose of enabling the Debtors to make distributions to holders of the First Lien Notes.

DTC will keep the First Lien ATOP Option open for twenty (20) business days after the December 31st Effective Date, which date the Debtors would expect to be Monday, February 1, 2021. Upon the twentieth (20th) business day following the Effective Date, DTC will take down the First Lien ATOP Option, the Debtors will provide a “null, void, and worthless” letter to DTC requesting the removal of the Chilled First Lien Target CUSIPs, and holders of the Chilled First Lien Target CUSIPs that have not tendered into one of the First Lien ATOP Options will be required to coordinate with Prime Clerk *outside DTC* for the purpose of confirming their entitlement to receive New PDC Equity.

Pursuant to section 6.4(g)(4) of the Plan, holders that do not provide the necessary (and/or complete) registration information and certifications to Prime Clerk by the sixth-month anniversary of the Effective Date (*i.e.*, June 30, 2021), shall forfeit their New PDC Equity altogether.

Class 4 (Second Lien Notes)

Deemed Cancellation of Second Lien Notes, Use of DTC’s ATOP and Registration Form, and Distribution of New PDC Equity and New 2L Warrants *Outside DTC* to Holders of First Lien Notes

In accordance with the Plan, the Debtors’ 11.000% / 12.000% Second Lien PIK Notes due 2024 (144A) (CUSIP 69419WAA7) and 11.000% / 12.000% Second Lien PIK Notes due 2024 (Reg-S) (CUSIP G6869XAA5) (together, the “**Second Lien Notes**”) listed in the table below were deemed cancelled as of the Effective Date.³ In connection with the effectiveness of the Plan and for administrative purposes only, DTC chilled the Second Lien Notes for deliver orders (including ACAT movement), whereupon such holdings of Second Lien Notes have continued to be notated by “**Chilled Second Lien Target CUSIPs**”.

For the purpose of obviating the need to collect medallion guarantees from broker nominees, DTC used ATOP for the purpose of collecting certifications from holders of the Chilled Second Lien Target CUSIPs (the “**Second Lien ATOP Option**”), which is being used in tandem with the “**Registration Form**” (attached hereto as **Exhibit A**) to issue 8.5% of the non-DTC-eligible New PDC Equity and 100% of the non-DTC-eligible New 2L Warrants *outside DTC*. For the avoidance of doubt, Prime Clerk will collect, process, and validate the Registration Forms, and no entitlements will be allocated to holders of Second Lien Notes through DTC.

Issuer of Second Lien Notes	Security Description of Second Lien Notes to Be Deemed Cancelled on Effective Date	CUSIP / ISIN of Second Lien Notes
Pacific Drilling Second Lien Escrow Issuer Limited	11.000% / 12.000% Second Lien PIK Notes due 2024 (144A)	CUSIP 69419WAA7 ISIN US69419WAA71
Pacific Drilling Second Lien Escrow Issuer Limited	11.000% / 12.000% Second Lien PIK Notes due 2024 (Reg-S)	CUSIP G6869XAA5 ISIN USG6869XAA57

³ Pursuant to section 4.8 of the Plan, although the Second Lien Notes are deemed cancelled as of the Effective Date, the applicable frozen “Target” CUSIPs continue in existence solely for the purpose of enabling the Debtors to make distributions to holders of the Second Lien Notes.

DTC will keep the Second Lien ATOP Option open for twenty (20) business days after the December 31st Effective Date, which date the Debtors would expect to be Monday, February 1, 2021. Upon the twentieth (20th) business day following the Effective Date, DTC will take down the Second Lien ATOP Option, the Debtors will provide a “null, void, and worthless” letter to DTC requesting the removal of the Chilled Second Lien Target CUSIPs, and holders of the Chilled Second Lien Target CUSIPs that have not tendered into one of the Second Lien ATOP Options will be required to coordinate with Prime Clerk *outside DTC* for the purpose of confirming their entitlement to receive New PDC Equity and New 2L Warrants.

Pursuant to section 6.4(g)(4) of the Plan, holders that do not provide the necessary (and/or complete) registration information and certifications to Prime Clerk by the sixth-month anniversary of the Effective Date (*i.e.*, June 30, 2021), shall forfeit their New PDC Equity altogether.

Class 9 (Existing Lux Beneficial Interests)

Deemed Cancellation of Existing Lux Beneficial Interests and Removal of Such Interests as “Null, Void, and Worthless”

The Plan provided no recovery on account of the common shares of Pacific Drilling S.A. listed in the table below. Therefore, in accordance with the Plan, Holders of Allowed Existing Lux Beneficial Interests shall receive no distribution on account of such Interests, and all rights of Holders of such Interests shall be released, extinguished, and discharged.

Definition of Securities pursuant to the Plan	Detailed Description of Securities	CUSIP / ISIN of Existing Lux Beneficial Interests⁴
Existing Lux Interests	Common Stock	L7257P205 LU1405802361
Existing Lux Interests	Common Stock	L7257P114 (ISIN N/A)
Existing Lux Interests	Common Stock	140580236 LU1405802361

If you have any general questions or concerns, please Prime Clerk by emailing pacificdrilling2020ballots@primeclerk.com.

⁴ For the avoidance of doubt, the Company included the old, previously-used CUSIPs/ISINs for the Common Stock.