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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re	:	Chapter 11
	:	
PACIFIC DRILLING S.A., <i>et al.</i> , ¹	:	Case No. 17-13193 (MEW)
	:	
Debtors.	:	Jointly Administered

AMENDED AGENDA FOR NOVEMBER 14, 2017 FIRST DAY HEARING²

**Time and Date of
Hearing:**

November 14, 2017 at 3:00 p.m. (ET)

Location of Hearing:

Honorable Michael E. Wiles, United States Bankruptcy Judge
United States Bankruptcy Court for the Southern District of New York
One Bowling Green, Courtroom 617
New York, New York 10004

¹ The Debtors in these chapter 11 cases and, if applicable, the last four digits of their U.S. taxpayer identification numbers are: Pacific Drilling S.A., Pacific Drilling Inc. (1524), Pacific Drilling (Gibraltar) Ltd., Pacific Drillship (Gibraltar) Ltd., Pacific Drilling Finance S.à r.l., Pacific Drillship S.à r.l., Pacific Drilling Ltd., Pacific Sharav S.à r.l. (2431), Pacific Drilling VII Ltd., Pacific Drilling V Ltd., Pacific Drilling VIII Limited, Pacific Scirocco Ltd. (0073), Pacific Bora Ltd. (9815), Pacific Mistral Ltd., Pacific Santa Ana (Gibraltar) Ltd., Pacific Drilling Operations Ltd. (9103), Pacific Drilling Operations Inc. (4446), Pacific Santa Ana S.à r.l. (6417), Pacific Drilling LLC (7655), Pacific Drilling Services Inc. (0073), Pacific Drillship Nigeria Limited (0281) and Pacific Sharav Kft.

² **Amended items appear in bold.**

Copies of Pleadings: A copy of each pleading can be viewed (a) for a fee on the Court’s website at www.ecf.uscourts.gov, and (b) free of charge on the website of the Debtors’ proposed claims and noticing agent, Prime Clerk LLC, at www.cases.primeclerk.com/PacificDrilling.

I. INTRODUCTION

1. **“First Day Declaration of Paul T. Reese”**
 - a. Declaration of Paul T. Reese Pursuant to Rule 1007-2 of the Local Bankruptcy Rules for the Southern District of New York in Support of Chapter 11 Petitions and First Day Motions and Applications [Docket No. 2]
 - b. **Notice of Withdrawal of Docket Entry No. 2 [Docket No. 27]**
 - c. **Declaration of Paul T. Reese Pursuant to Rule 1007-2 of the Local Bankruptcy Rules for the Southern District of New York in Support of Chapter 11 Petitions and First Day Motions and Applications [Docket No. 28]**
2. **“First Day Declaration of James T. Mesterharm”** – Declaration of James A. Mesterharm in Support of First Day Motions and Applications [Docket No. 14]
3. **“Supplemental First Day Declaration of James T. Mesterharm”** – Supplemental Declaration of James A. Mesterharm in Support of First Day Motions and Applications [Docket No. 16]

II. MOTIONS TO BE HEARD AT THE FIRST DAY HEARING

A. Procedural Motions³

5. **“Creditor Matrix and Schedules Extension”** – Debtors’ Motion for an Order (A) Authorizing the Debtors to Prepare a List of Creditors in Electronic Format in Lieu of Mailing Matrix, (B) Authorizing the Debtors to File a Consolidated List of Their 30 Largest Unsecured Creditors, (C) Authorizing the Debtors to Mail Notices Through Their Claims Agent, (D) Extending the Time to File Schedules and Statements and (E) Establishing Procedures for Notifying Parties of the Commencement of These Cases [Docket No. 4]
6. **“Claims and Noticing Agent Retention”** – Debtors’ Application for Appointment of Prime Clerk LLC as Claims and Noticing Agent [Docket No. 5]

³ Item number 4 on the previously filed agenda, “Joint Administration”, has been approved and entered. [Docket No. 24].

7. **“Enforcement and Modification of Automatic Stay”** – Debtors’ Motion for an Order (A) Enforcing Sections 362, 365(e)(1) and 525 of the Bankruptcy Code and (B) Permitting the Debtors to Modify the Automatic Stay to Proceed with Certain Litigation Commenced Prepetition [Docket No. 6]

B. Operational Motions⁴

8. **“Taxes”** – Debtors’ Motion for Interim and Final Orders (A) Authorizing, But Not Directing, the Debtors to Pay Prepetition Taxes and (B) Authorizing All Financial Institutions to Honor All Related Payment Requests [Docket No. 7]
9. **“Employee Wages and Benefits”** – Debtors’ Motion for Interim and Final Orders Authorizing, But Not Directing, the Debtors to (A) Pay Certain Prepetition Compensation and Reimbursable Expenses, (B) Pay and Honor Benefits and Other Programs and (C) Continue Workforce Obligations [Docket No. 8]
12. **“Foreign Vendors”** – Debtors’ Motion for Interim and Final Orders (A) Authorizing, But Not Directing, the Debtors to Pay Prepetition Obligations Owed to Foreign Vendors and (B) Authorizing All Financial Institutions to Honor All Related Payment Requests [Docket No. 11]
13. **“Safety and Critical Vendors”** – Debtors’ Motion for Interim and Final Orders (A) Authorizing, But Not Directing, the Debtors to Pay Certain Prepetition Claims of Safety and Critical Vendors, (B) Approving Related Procedures and (C) Authorizing All Financial Institutions to Honor All Related Payment Requests [Docket No. 12]

C. Financing and Cash Collateral

14. **“Cash Management”** – Debtors’ Motion for Interim and Final Orders (A) Authorizing the Continued Use of Their Centralized Cash Management System, Bank Accounts and Business Forms, (B) Authorizing the Debtors to Make Intercompany Advances on a Secured Basis Under Section 364(c) of the Bankruptcy Code, (C) Granting a Waiver of the Deposit Guidelines Set Forth in Section 345 of the Bankruptcy Code and (D) Granting Related Relief [Docket No. 13]
15. **“Cash Collateral”** - Debtors’ Motion for Interim and Final Orders (A) Authorizing the Use of Cash Collateral, (B) Granting Adequate Protection, (C) Modifying the Automatic Stay, (D) Scheduling a Final Hearing and (E) Granting Related Relief [Docket No. 15]

⁴ Item number 10 on the previously filed agenda, “Utilities”, and 11 on the previously filed agenda, “Insurance” will not go forward on an interim basis at the hearing.

Dated: November 14, 2017
New York, New York

/s/ Andrew G. Dietderich

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