

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	: Chapter 11
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PACIFIC DRILLING S.A., <i>et al.</i> ,	: Case No. 17-13193 (MEW)
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	:
Debtors ¹ .	: (Jointly Administered)
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**ORDER ESTABLISHING BAR DATES FOR FILING PROOFS OF
CLAIM AND APPROVING FORM AND MANNER OF NOTICE THEREOF**

Upon the Application (the "Application")² of the above-captioned debtors and debtors in possession (collectively, the "Debtors") (ECF No. 246), pursuant to sections 105, 501, 502 and 503 of the Bankruptcy Code, Bankruptcy Rules 2002 and 3003(c), Local Bankruptcy Rule 3003-1, and the United States Bankruptcy Court for the Southern District of New York's Procedural Guidelines for Filing Requests for Orders to Set the Last Date for Filing Proofs of Claim, updated as of May 11, 2015 (the "Guidelines"), for an order (this "Bar Date Order") establishing bar dates for filing proofs of claim in these Chapter 11 Cases and approving the form and manner of notice

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 (Gibraltar) Limited, Pacific Drillship (Gibraltar) Limited, Pacific Drilling, Inc. (1524), Pacific Drilling Finance S.à r.l., Pacific Drillship SARL, Pacific Drilling Limited, Pacific Sharav S.à r.l. (2431), Pacific Drilling VII Limited, Pacific Drilling V Limited, Pacific Drilling VIII Limited, Pacific Scirocco Ltd. (0073), Pacific Bora Ltd. (9815), Pacific Mistral Ltd., Pacific Santa Ana (Gibraltar) Limited, Pacific Drilling Operations Limited (9103), Pacific Drilling Operations, Inc. (4446), Pacific Santa Ana S.à r.l. (6417), Pacific Drilling, LLC (7655), Pacific Drilling Services, Inc. (5302), Pacific Drillship Nigeria Limited (0281) and Pacific Sharav Korfóltoft Felelősségű Társaság.

² Capitalized terms used in this Bar Date Order but not defined herein shall have the meaning ascribed to such term in the Application.

thereof; and the Court having reviewed the Application; and the Court finding that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) this is a core proceeding pursuant to 28 U.S. C. § 157(b)(2) and (iii) notice of the Application was sufficient under the circumstances; and the Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein;

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED to the extent set forth herein.
2. As used herein (a) the term “claim” has the meaning given to such term in section 101(5) of the Bankruptcy Code, (b) the term “entity” has the meaning given to such term in section 101(15) of the Bankruptcy Code and (c) the term “governmental unit” has the meaning given to such term in section 101(27) of the Bankruptcy Code.
3. The form of Publication Notice and the contents of the Bar Date Notice Package are approved in all respects pursuant to Bankruptcy Rules 2002(a)(7) and 2002(l), Local Bankruptcy Rule 3003-1 and the Guidelines. The form and manner of serving the Bar Date Notice are also approved herein and are deemed to fulfill the notice requirements of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules and the Guidelines. The Debtors are authorized to serve the Bar Date Notice Package in the manner described in paragraphs 14 and 15 below.
4. Except as otherwise provided in this Order, all entities (including, without limitation, individuals, partnerships, corporations, joint ventures and trusts) that assert a claim against a Debtor that arose or is deemed to have arisen prior to the Petition Date

must file a proof of claim in writing in accordance with the procedures described herein by **5:00 p.m. on May 1, 2018** ("General Claims Bar Date").

5. The General Claims Bar Date applies to all types of claims against the Debtors that arose prior to the Petition Date, including secured claims, unsecured priority claims (including, without limitation, claims entitled to priority under sections 507(a)(4) and 507(a)(5) and 503(b)(9) of the Bankruptcy Code) and unsecured nonpriority claims.

6. Subject to the provisions of paragraphs 10 through 12 of this Order with respect to claims subject to the Rejection Claims Bar Date, the Amended Schedules Bar Date and the Governmental Bar Date, and the exceptions described in paragraphs 8 and 9 below, the following are the claims for which proofs of claim must be submitted on or before the General Claims Bar Date:

- a. claims against a Debtor that are not listed in the applicable Debtor's Schedules or are listed in the applicable Debtor's Schedules as "disputed," "contingent" or "unliquidated" and the holder of such claim(s) desires to share in any distribution to creditors in the Chapter 11 Cases;
- b. prepetition claims improperly classified in the Schedules or listed in an incorrect amount and the holder of such claim(s) desires to have its claims allowed in a classification or amount other than that identified in the Schedules;
- c. prepetition claims listed in the Schedules where the holder of such claim believes it is not an obligation of the specific Debtor against which the claim is listed and desires to have its claim allowed against a Debtor other than as identified in the Schedules; and
- d. any claim against a Debtor that is or may be an administrative expense pursuant to section 503(b)(9) of the Bankruptcy Code.

7. The following procedures for the filing of proofs of claim shall apply:
- a. Proofs of claim must conform substantially to Official Bankruptcy Form No. 410;
 - b. Proofs of claim must be filed by submitting the original proof of claim by: (i) U.S. Mail, Federal Express, or other mail, courier or hand delivery service to: Pacific Drilling, S.A. Claims Processing Center, c/o Prime Clerk, LLC, 830 3rd Avenue, 3rd Floor, New York, NY 10022; (ii) utilizing the electronic filing system available through the claim's agent website at: <https://cases.primeclerk.com/pacificDrilling/EPOC-Index>. Proofs of claim will be deemed timely only when submitted and actually received in accordance with the foregoing procedures on or before the applicable Bar Date or when delivered by hand delivery on or before the applicable Bar Date to the United States Bankruptcy Court, Southern District of New York, One Bowling Green, Room 534, New York, New York 10004-1408.

Proofs of claim submitted by facsimile or electronic mail shall not be accepted and shall not be deemed properly filed.

- c. Proofs of claim must (i) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant; (ii) include any documents upon which the claim is based (or, if such documents are not available, a statement as to why); (iii) be written in English; and (iv) be asserted and denominated in United States currency; and
 - d. Proofs of claim must specify by name and case number the Debtor against which the claim is filed. Except as set forth in any other order of this Court, including ECF No. 83, if the holder asserts a claim against more than one Debtor or has multiple claims against different Debtors, a separate proof of claim form must be filed with respect to each Debtor. In addition, any entity filing a proof of claim must identify on its proof of claim form the specific Debtor against which its claim is asserted. Any claim filed only in the lead case number (Pacific Drilling S.A., Case No. 17-13193), or that otherwise fails to identify a specific Debtor, shall be deemed to be filed only against Debtor Pacific Drilling S.A.
8. Proofs of claim need not be filed as to the following types of claims:

- a. Any claim that has already been asserted in a proof of claim against the applicable Debtor(s) with the claims agent appointed in these Cases, Prime Clerk or the Clerk of the Bankruptcy Court for the Southern District of New York in a form substantially similar to Official Bankruptcy Form No. 410;
- b. Any claim that is listed on the Schedules filed by the Debtors provided that (i) the claim is not scheduled as “disputed,” “contingent” or “unliquidated;” (ii) such claimant agrees with the amount, nature and priority of the claim as set forth in the Schedules; and (iii) such claimant does not dispute that its claim is an obligation only of the specific Debtor against which the claim is listed in the Schedules;
- c. Any claim that previously has been allowed by order of this Court;
- d. Any claim for which a creditor is otherwise not required to file a proof of claim on account of such claim by order of this Court, including, without limitation, ECF Nos. 44, 83, 85, 153, and 228;
- e. Any claim that has been paid in full by any of the Debtors (or any other party) in accordance with the Bankruptcy Code or an order of this Court;
- f. Any claim for which a different filing deadline has previously been fixed by this Court;
- g. Any claim by a Debtor against another Debtor, or any claim by any of the non-debtor subsidiaries of Pacific Drilling, S.A. against any of the Debtors; and
- h. Any claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration (other than claims entitled to priority under section 503(b)(9) of the Bankruptcy Code).

9. Claims based exclusively upon the ownership of common or preferred stock in a corporation, a membership interest in a limited liability corporation or partnership or warrants or rights to purchase, sell or subscribe to such a security or interest (any such security or interest being referred to herein as an “Interest”) are not

subject to the General Claims Bar Date and the holder of such Interest (the “Interest Holder”) does not have to file a proof of claim at this time; *provided, however*, that Interest Holders that wish to assert *claims* against any of the Debtors that arise out of or relate to the ownership or purchase of an Interest, including claims arising out of or relating to the sale, issuance or distribution of the Interest, must file proofs of claim on or before the General Claims Bar Date, unless another exception contained in this Bar Date Order applies. The Debtors retain the right to seek relief at a later date establishing a deadline for Interest Holders to file proofs of Interest.

10. Any person or entity asserting claims arising from or relating to the rejection of executory contracts or unexpired leases, in accordance with section 365 of the Bankruptcy Code and pursuant to an order of this Court entered prior to the confirmation of a chapter 11 plan in the applicable Debtor’s chapter 11 case (any such order, a “Rejection Order”), or claims otherwise related to such rejected agreements (the “Rejection Damage Claims”), is required to file proofs of claim by the later of (a) the General Claims Bar Date or (b) 5:00 p.m., Eastern Time, on the date that is 30 calendar days after the entry of the applicable Rejection Order (the “Rejection Claims Bar Date”). For the avoidance of doubt, all prepetition and postpetition claims of any kind or nature relating to executory contracts or unexpired leases rejected by a Rejection Order, including, without limitation, claims entitled to administrative expense priority under section 503(b) of the Bankruptcy Code, must be filed by the Rejection Claims Bar Date. Rejection Orders entered after the date of entry of this Order shall include a description of the Rejection Claims Bar Date in the text of the Rejection Order.

11. If the Debtors amend or supplement their Schedules after the service of the Bar Date Notice Package, the Debtors shall give notice of such amendment or supplement to the holders of claims affected thereby, including notice of the Amended Schedules Bar Date (as defined below) to file proofs of claim in response to the amendment or supplement to the Schedules. The affected claimant is required to file a proof of claim or amend any previously filed proof of claim in respect of the amended scheduled claim in accordance with the procedures described herein by the later of: (a) the General Claims Bar Date; or (b) 5:00 p.m., Eastern Time, on the date that is 30 calendar days after the date that notice of the applicable amendment to the Schedules is served on the claimant (the "Amended Schedules Bar Date"). Notwithstanding the foregoing, nothing contained herein shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any grounds.

12. All governmental units holding claims against the Debtors that arose or are deemed to have arisen prior to the Petition Date (including secured claims, unsecured priority claims and unsecured nonpriority claims) are required to file proofs of claim by **May 11, 2018 at 5:00 p.m., Eastern Time** (the "Governmental Bar Date").

13. Pursuant to Bankruptcy Rule 3003(c)(2), all holders of claims that fail to comply with this Order by timely filing a proof of claim in the prescribed manner utilizing an appropriate form, shall be forever barred, estopped and enjoined from: (a) asserting any claim against the Debtors or their estates or property that (i) is in an amount that exceeds the amount, if any, that is identified in the Schedules on behalf of such entity as undisputed, noncontingent and liquidated or (ii) is of a different nature

or a different classification than any claim identified in the Schedules on behalf of such entity (any such claim under subparagraph (a) of this paragraph being referred to herein as an "Unscheduled Claim"); or (b) voting upon, or receiving any distribution under, any chapter 11 plan promulgated in these Chapter 11 Cases in respect of an Unscheduled Claim.

14. As soon as practicable, but in any event no later than five (5) business days following entry of this Bar Date Order, the Debtors, through Prime Clerk or otherwise, shall serve the Bar Date Notice Package, including a copy of the Bar Date Notice and the Proof of Claim Form substantially in the forms attached hereto as Exhibit "1" and Exhibit "2," respectively, on:

- (a) the United States Trustee;
- (b) counsel to any official committee appointed in these Chapter 11 Cases;
- (c) all persons or entities that have requested notice of the proceedings in these Chapter 11 Cases;
- (d) all persons or entities that have previously filed a proof of claim in these Chapter 11 Cases;
- (e) all known actual and potential claimants and their counsel (if known), including those listed in the Schedules as potentially holding claims against the Debtors;
- (f) all parties to executory contracts and unexpired leases with the Debtors;
- (g) all parties to litigation (and their counsel) with the Debtors;
- (h) the United States Attorney and the Internal Revenue Service for this District, and all other taxing authorities for the jurisdictions in which the Debtors conducted business as of the Petition Date; and

- (i) such additional persons and entities as deemed appropriate by the Debtors.

15. As part of the Bar Date Package, the Debtors shall mail one or more Proof of Claim Forms (as appropriate) to the parties receiving the Bar Date Notice. For holders of claims listed in the Schedules, the Proof of Claim Form mailed to such entities shall indicate how the Debtors have scheduled the creditor's claim in the Schedules, including (a) the identity of the Debtor against which the entity's claim is scheduled; (b) the amount of the claim, if any; (c) whether the claim is listed as disputed, contingent or unliquidated; and (d) whether the claim is listed as a secured claim, an unsecured priority claim or an unsecured nonpriority claim.

16. Pursuant to Bankruptcy Rule 2002(l), the Debtors are authorized to publish notice of the Bar Dates in substantially the form of the Publication Notice attached hereto as Exhibit "3," once, in the *Houston Chronicle* and *Upstream* at least 28 calendar days prior to the General Claims Bar Date. The Debtors, in their sole discretion, may publish the Publication Notice in other newspapers, trade journals or similar publications.

17. Any entity that files a proof of claim in these Chapter 11 Cases shall be deemed to have submitted to the Court's jurisdiction for purposes of the proof of claim.

18. The Debtors and Prime Clerk are authorized and empowered to take such steps and perform such acts as may be necessary to implement and effectuate the terms of this Order.

19. The entry of this Order is without prejudice to the right of the Debtors to seek a further order of this Court fixing a date by which holders of claims or interest not subject to the Bar Dates established herein must file such proofs of claim or interest or be barred from doing so.

20. The Court shall retain jurisdiction with respect to all matters arising from or related to the interpretation, implementation and/or enforcement of this Order.

Dated: New York, New York
March 12, 2018

s/Michael W. Wiles
HONORABLE MICHAEL E. WILES
UNITED STATES BANKRUPTCY JUDGE

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	: Chapter 11
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PACIFIC DRILLING S.A., <i>et al.</i> ,	: Case No. 17-13193 (MEW)
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	:
Debtors. ¹	: (Jointly Administered)
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**NOTICE OF DEADLINES FOR FILING OF PROOFS OF CLAIM
(GENERAL CLAIMS BAR DATE: MAY 1, 2018 AT 5:00 P.M. EASTERN TIME)**

TO ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST ANY OF THE
DEBTOR ENTITIES LISTED BELOW:

PLEASE TAKE NOTICE THAT ANY PERSON OR ENTITY THAT FILES A PROOF OF CLAIM IN THESE BANKRUPTCY CASES SHALL BE DEEMED, FOR THE PURPOSES OF THE PROOF OF CLAIM AND POSSIBLY RELATED MATTERS, TO HAVE SUBMITTED TO THE JURISDICTION OF THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK. ANY ENTITY OR PERSON WHO IS REQUIRED TO TIMELY FILE A PROOF OF CLAIM AS SET FORTH IN THE ACCOMPANYING NOTICE BUT FAILS TO DO SO WILL BE FOREVER BARRED FROM (A) ASSERTING SUCH CLAIM AGAINST THE DEBTORS' ESTATES OR PROPERTY, OR (B) RECEIVING DISTRIBUTIONS ON ACCOUNT OF SUCH CLAIM IN THESE BANKRUPTCY CASES.

On [_____], 2018, the United States Bankruptcy Court for the Southern District of New York (the "Court") entered an order [Docket No. ____] (the "Bar Date Order") establishing certain deadlines for the filing of proofs of claim in the chapter 11 cases of the above-captioned debtors and debtors in possession (collectively, the "Debtors"). A list of all of the Debtors and their respective case numbers is attached hereto as Exhibit A.

By the Bar Date Order, the Court established **May 1, 2018 at 5:00 p.m.**, Eastern Time (the "General Claims Bar Date"), as the general claims bar date for filing proofs of claim in the Debtors' cases. As described below, the Bar Date Order also establishes different bar dates for other categories of claims. Among other exceptions described

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 (Gibraltar) Limited, Pacific Drillship (Gibraltar) Limited, Pacific Drilling, Inc. (1524), Pacific Drilling Finance S.à r.l., Pacific Drillship SARL, Pacific Drilling Limited, Pacific Sharav S.à r.l. (2431), Pacific Drilling VII Limited, Pacific Drilling V Limited, Pacific Drilling VIII Limited, Pacific Scirocco Ltd. (0073), Pacific Bora Ltd. (9815), Pacific Mistral Ltd., Pacific Santa Ana (Gibraltar) Limited, Pacific Drilling Operations Limited (9103), Pacific Drilling Operations, Inc. (4446), Pacific Santa Ana S.à r.l. (6417), Pacific Drilling, LLC (7655), Pacific Drilling Services, Inc. (5302), Pacific Drillship Nigeria Limited (0281) and Pacific Sharav Korlátolt Felelősségű Társaság.

below, the General Claims Bar Date does not apply to claims of any governmental unit (as defined in section 101(27) of title 11 of the United States Code (the "Bankruptcy Code").

For your convenience, enclosed with this Notice is a proof of claim form, which identifies on its face the amount, nature and classification of your claim(s), if any, listed in the Debtors' schedules of assets and liabilities and statements of financial affairs filed in these cases (collectively, the "Schedules").

As used in this Notice, the term "claim" means, as to or against any of the Debtors and in accordance with section 101(5) of title 11 of the United States Code (the "Bankruptcy Code"): (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; or (b) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

1. THE BAR DATES

The Bar Date Order establishes the following bar dates for filing proofs of Claim in these cases (collectively, the "Bar Dates"):

(a) **The General Claims Bar Date.** Pursuant to the Bar Date Order, except as described below, any holder of a claim against the Debtors that arose or are deemed to have arisen prior to the commencement of these cases are required to file proofs of claim by the General Claims Bar Date (*i.e.*, by **May 1, 2018 at 5:00 p.m., Eastern Time**). These cases were commenced on November 12, 2017 (the "Petition Date"). The General Claims Bar Date applies to all types of claims against the Debtors that arose prior to the Petition Date, including secured claims, unsecured priority claims (including, without limitation, claims entitled to priority under sections 507(a)(4) and 507(a)(5) and 503(b)(9) of the Bankruptcy Code) and unsecured nonpriority claims.

(b) **The Rejection Claims Bar Date.** Pursuant to the Bar Date Order, any person or entity that holds a claim arising from or relating to the rejection of an executory contract or unexpired lease, in accordance with section 365 of the Bankruptcy Code and pursuant to an order entered prior to the confirmation of a chapter 11 plan in the applicable Debtor's chapter 11 case (any such order, a "Rejection Order"), or claims otherwise related to such rejected agreement, including claims entitled to administrative priority under section 503(b) of the Bankruptcy Code (the "Rejection Damage Claims"), is required to file a proof of claim by the later of: (a) the General Claims Bar Date; and (b) 5:00 p.m., Eastern Time, on the date that is 30 calendar days after the entry of the relevant Rejection Order. The later of these dates is referred to in this Notice as the "Rejection Claims Bar Date." For the avoidance of doubt, all prepetition and postpetition claims of any kind or nature arising from or relating to executory contracts or unexpired leases rejected by a Rejection Order must be filed by the Rejection Claims Bar Date.

(c) **The Amended Schedules Bar Date.** Pursuant to the Bar Date Order, if subsequent to the date of this Notice, a Debtor amends or supplements its Schedules, the affected claimant is required to file a proof of claim or amend any previously filed proof of claim in respect of the amended scheduled claim on or before the later of (i) the General Claims Bar Date and (ii) 5:00 p.m., Eastern Time, on the date that is 30 calendar days after the date that notice of the applicable amendment or supplement to the Schedules is served on the claimant (the "Amended Schedules Bar Date").

(d) **The Governmental Bar Date.** Pursuant to the Bar Date Order, all governmental units holding claims against the Debtors that arose or are deemed to have arisen prior to the Petition Date (including secured claims, unsecured priority claims and unsecured nonpriority claims) are required to file proofs of claim by **May 11, 2018 at 5:00 p.m., Prevailing Eastern Time** (the "Governmental Bar Date").

2. WHO MUST FILE A PROOF OF CLAIM

Unless one of the exceptions described in Section 5 below applies, proofs of claim **MUST** be timely filed as provided for herein if you want to vote on a chapter 11 plan or to share in distributions from the Debtors' bankruptcy estates. Claims based on acts or omissions of the Debtors that occurred before the Petition Date must be filed on or prior to the applicable Bar Date even if such claims are not now fixed, liquidated or certain or did not mature or become fixed, liquidated or certain before the Petition Date.

Except where the Rejection Claims Bar Date, the Amended Schedules Bar Date, or the Governmental Bar Date apply to establish a different deadline or one of the exceptions in Section 5 applies, proofs of claim must be filed on or before the General Claims Bar Date as to the following types of claims:

- (a) claims against a Debtor that are (i) not listed in the applicable Debtor's Schedules or are listed in the applicable Debtor's Schedules as "disputed," "contingent" or "unliquidated" and (ii) the holder of such claim(s) desires to share in any distribution to creditors in the Chapter 11 Cases;
- (b) prepetition claims that the holder of such claims believes are improperly classified in the Schedules or are listed in an incorrect amount and the holder of such claim(s) desires to have its claim(s) allowed in a classification or amount other than that identified in the Schedules;
- (c) prepetition claims listed in the Schedules where the holder of such claim believes it is not an obligation of the specific Debtor against which the claim is listed and desires to have its claim allowed against a Debtor other than as identified in the Schedules; and
- (d) any claim against a Debtor that is or may be an administrative expense pursuant to section 503(b)(9) of the Bankruptcy Code.

3. WHAT TO FILE

The Debtors are enclosing a proof of claim form for use in these cases, or you may use another proof of claim form that conforms substantially to Official Bankruptcy Form No. 410. If your claim is scheduled by the Debtors, the attached proof of claim form also sets forth: (a) the amount of your claim (if any) as scheduled by the Debtors; (b) the identity of the Debtor against which your claim is scheduled; (c) whether your claim is scheduled as disputed, contingent or unliquidated; and (d) whether your claim is scheduled as a secured claim, an unsecured priority claim, or an unsecured nonpriority claim. You will receive a different proof of claim form for each claim scheduled in your name by the Debtors. You may utilize the proof of Claim form(s) provided by the Debtors to file your Claim. Additional proof of claim forms may be obtained at the following website: <https://cases.primeclerk.com/PacificDrilling/EPOC-Index>.

All proof of claim forms must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. The proof of claim form must be written in English and be asserted and denominated in United States currency. You must attach to your completed proof of claim form any documents on which the claim is based (or, if such documents are voluminous, attach a summary) or an explanation as to why the documents are not available.

Except as set forth in any other order of this Court, including ECF No. 83, any holder of a claim against more than one Debtor or that has multiple claims against different Debtors must file a separate proof of claim with respect to each such Debtor. In addition, proofs of claim must identify on their face the specific Debtor against which the claim is asserted. A list of the Debtors, together with their respective case numbers, is set forth on Exhibit A attached hereto. Any claim filed only in the lead case (Pacific Drilling, S.A., Case No. 17-13193) or that otherwise fails to identify a specific Debtor shall be deemed as filed only against Debtor Pacific Drilling, S.A.

4. WHEN AND WHERE TO FILE

All proofs of claim must be submitted using one of the methods identified below so as to be received on or before the applicable Bar Date, at one of the following addresses:

IF BY MAIL OR BY HAND DELIVERY:	IF DELIVERED BY HAND:	IF FILED ELECTRONICALLY:
Pacific Drilling Claims Processing Center c/o Prime Clerk, LLC 830 3rd Avenue, 3rd Floor, New York, NY 10022	United States Bankruptcy Court, Southern District of New York One Bowling Green, Room 534 New York, NY 10004-1408	http://cases.primeclerk.com/Pacificdrilling/EPOC-Index

Alternatively, proofs of Claim may be submitted electronically through the electronic filing system available through the claim’s agent website at:

<http://cases.primeclerk.com/Pacificdrilling/EPOC-Index>.

Proofs of claim will be deemed filed only when submitted and **actually received** in accordance with the foregoing procedures on or before the applicable Bar Date. **Proofs of claim may NOT be submitted by facsimile or electronic mail, or except as provided for herein, electronically or hand delivery.** Hand delivery of a proof of claim not done in strict compliance with these procedures will not be accepted and the proof of claim will not be deemed filed until it is submitted by one of the methods described above.

5. CLAIMS FOR WHICH PROOFS OF CLAIM DO NOT NEED TO BE FILED

The Bar Date Order further provides that proofs of claim need *not* be filed as to the following types of claim:

- (a) Any claim that has already been asserted in a proof of claim against the applicable Debtor(s) with the Clerk of the Bankruptcy Court for the Southern District of New York or the claims agent appointed in these Cases, Prime Clerk, in a form substantially similar to Official Bankruptcy Form No. 410;
- (b) Any claim that is listed on the Schedules filed by the Debtors provided that (i) the claim is not scheduled as “disputed,” “contingent” or “unliquidated;” (ii) such claimant agrees with the amount, nature and priority of the claim as set forth in the Schedules; and (iii) such claimant does not dispute that its claim is an obligation only of the specific Debtor against which the claim is listed in the Schedules;
- (c) Any claim that previously has been allowed by order of this Court;
- (d) Any claim for which a creditor is otherwise not required to file a proof of claim on account of such claim by order of this Court, including, without limitation, ECF Nos. 44, 83, 85, 153, and 228;
- (e) Any claim that has been paid in full by any of the Debtors (or any other party) in accordance with the Bankruptcy Code or an order of this Court;
- (f) Any claim for which a different filing deadline has previously been fixed by this Court;
- (g) Any claim by a Debtor against another Debtor, or any claim by any of the non-debtor subsidiaries of Pacific Drilling, S.A. against any of the Debtors; and
- (h) Any claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration (other than claims entitled to priority under section 503(b)(9) of the Bankruptcy Code).

No Bar Date for Proofs of Interest. Claims assertedly arising from an “Interest” in any Debtor based exclusively upon the ownership of common or preferred stock in a corporation, a membership interest in a limited liability corporation or partnership or warrants or rights to purchase, sell or subscribe to such a security or interest (any such security or interest being referred to in this Notice as an “Interest”), are not subject to the General Claims Bar Date and the holder of such Interest (the “Interest Holder”) does not have to file a proof of claim at this time; provided, however, that Interest Holders who wish to assert *claims* against any of the Debtors that arise out of or relate to the ownership or purchase of an Interest, including claims arising out of or relating to the sale, issuance or distribution of the Interest, must file proofs of claim on or before the General Claims Bar Date, unless another exception identified in this Notice applies. The Debtors have reserved the right to establish at a later time a bar date requiring Interest Holders to file proofs of Interest. If such bar date is established, Interest Holders will be notified of the bar date for filing proofs of Interest at the appropriate time.

6. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

As described in Section 1 above, the holder of a Rejection Damage Claim (as that term is defined above) must file a proof of claim for any prepetition or postpetition damages caused by such rejection or any other prepetition or postpetition claims of any kind or nature whatsoever relating to the rejected agreement, by the Rejection Claims Bar Date.

7. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE

TO THE EXTENT AN ENTITY HAS A CLAIM FOR WHICH IT MUST FILE A PROOF OF CLAIM BUT FAILS TO DO SO ON TIMELY AND PROPER BASIS AS SET FORTH IN THIS NOTICE, SUCH ENTITY SHALL BE FOREVER BARRED, ESTOPPED AND ENJOINED AS TO SUCH CLAIM FROM THE FOLLOWING: (A) ASSERTING ANY SUCH CLAIM AGAINST THE DEBTORS OR THEIR ESTATES OR PROPERTY THAT (I) IS IN AN AMOUNT THAT EXCEEDS THE AMOUNT, IF ANY, THAT IS IDENTIFIED IN THE SCHEDULES ON BEHALF OF SUCH ENTITY AS UNDISPUTED, NONCONTINGENT AND LIQUIDATED OR (II) IS OF A DIFFERENT NATURE OR A DIFFERENT CLASSIFICATION THAN ANY CLAIM IDENTIFIED IN THE SCHEDULES ON BEHALF OF SUCH ENTITY (ANY SUCH CLAIM BEING REFERRED TO IN THIS NOTICE AS AN “UNSCHEDULED CLAIM”); OR (B) VOTING UPON, OR RECEIVING DISTRIBUTIONS UNDER, ANY CHAPTER 11 PLAN PROMULGATED IN THESE CHAPTER 11 CASES IN RESPECT OF AN UNSCHEDULED CLAIM.

8. THE DEBTORS’ SCHEDULES AND ACCESS THERETO

You may be listed as the holder of a claim against one or more of the Debtors in the Debtors’ Schedules. To determine if and how you are listed on the Schedules, please refer to the descriptions set forth on the enclosed proof of claim form(s) regarding the nature, amount and status of your claim(s). If you received postpetition payments from the Debtors (as authorized by the Court) on account of your claim, the information on the enclosed proof of claim form may reflect the net remaining amount

of your claims. If the Debtors believe that you may hold claims against more than one Debtor, you will receive multiple proof of claim forms, each of which will reflect the nature and amount of your claim against one Debtor, as listed in the Schedules.

If you rely on the Debtors' Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules. If you agree with the nature, amount and status of your claim as listed in the Debtors' Schedules, and if you do not dispute that your claim is only against the Debtor specified by the Debtors in the Schedules, and if your claim is not described in the Schedules as "disputed," "contingent" or "unliquidated," you need not file a proof of claim. Otherwise, or if you decide to file a proof of claim, you must do so before the applicable Bar Date in accordance with the procedures set forth in this Notice.

9. RESERVATION OF RIGHTS

The Debtors reserve the right to (a) dispute, or to assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedules as to nature, amount, liability, priority, classification or otherwise; (b) subsequently designate any scheduled claim as disputed, contingent or unliquidated; and (c) otherwise amend or supplement the Schedules. Nothing contained in this Notice shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any grounds.

10. ADDITIONAL INFORMATION

Copies of the Debtors' Schedules are available for inspection on the Court's website at www.nysb.uscourts.gov. A login and password to the Court's Public Access to Court Electronic Records ("PACER") are required to access this information and can be obtained through the PACER Service Center at www.pacer.gov. Copies of the Schedules may also be examined between the hours of 9:00 a.m. and 4:30 p.m, Monday through Friday at the Office of the Clerk of the Bankruptcy Court, One Bowling Green, Room 534, New York, New York 10004. Copies of the Debtors' Schedules are also available for inspection at no cost on the Debtors' claims agent's website at: <https://cases.primeclerk.com/PacificDrilling/Home-Index>. Copies of the Debtors' Schedules may also be obtained by written request to Debtors' Claims Agent at the following address: Pacific Drilling S.A. *et al.*, Claims Processing Center, c/o Prime Clerk LLC, 830 3rd Avenue, 3rd Floor, New York, NY 10022.

A HOLDER OF A POSSIBLE CLAIM AGAINST THE DEBTORS SHOULD CONSULT AN ATTORNEY REGARDING ANY MATTERS NOT COVERED BY THIS NOTICE, SUCH AS WHETHER THE HOLDER SHOULD FILE A PROOF OF CLAIM.

DATED: New York, New York
March , 2018

TOGUT, SEGAL & SEGAL LLP,
Counsel to the Debtors and Debtors in Possession
PACIFIC DRILLING S.A., *et al.*,
By:

FRANK A. OSWALD
KYLE J. ORTIZ
One Penn Plaza, Suite 3335
New York, New York 10119
(212) 594-5000

EXHIBIT "A"

SCHEDULE OF DEBTORS

<u>NAME OF DEBTOR</u>	<u>CASE NO.</u>
Pacific Drilling S.A.	(17-13193)
Pacific Drilling, LLC	(17-13192)
Pacific Drilling (Gibraltar) Limited	(17-13194)
Pacific Drillship (Gibraltar) Limited	(17-13195)
Pacific Drilling, Inc.	(17-13196)
Pacific Drilling Finance S.a r.l	(17-13197)
Pacific Drillship SARL	(17-13198)
Pacific Drilling Limited	(17-13199)
Pacific Sharav S.a r.l.	(17-13200)
Pacific Drilling VII Limited	(17-13201)
Pacific Drilling V Limited	(17-13202)
Pacific Drilling VIII Limited	(17-13203)
Pacific Scirocco Ltd.	(17-13204)
Pacific Bora Ltd.	(17-13205)
Pacific Mistral Ltd.	(17-13206)
Pacific Santa Ana (Gibraltar) Limited	(17-13207)
Pacific Drilling Operations Limited	(17-13208)
Pacific Drilling Operations, Inc.	(17-13209)
Pacific Santa Ana S.a r.l.	(17-13210)
Pacific Drilling Services, Inc.	(17-13211)
Pacific Drillship Nigeria Limited	(17-13212)
Pacific Sharav Korlátolt Felelősségű Társaság	(17-13213)

Fill in this information to identify the case (Select only one Debtor per claim form):

- | | | |
|---|---|---|
| <input type="checkbox"/> Pacific Drilling S.A. (17-13193) | <input type="checkbox"/> Pacific Sharav S.a r.l. (17-13200) | <input type="checkbox"/> Pacific Drilling Operations, Inc. (17-13209) |
| <input type="checkbox"/> Pacific Drilling, LLC (17-13192) | <input type="checkbox"/> Pacific Drilling VII Limited (17-13201) | <input type="checkbox"/> Pacific Santa Ana S.a r.l. (17-13210) |
| <input type="checkbox"/> Pacific Drilling (Gibraltar) Limited (17-13194) | <input type="checkbox"/> Pacific Drilling V Limited (17-13202) | <input type="checkbox"/> Pacific Drilling Services, Inc. (17-13211) |
| <input type="checkbox"/> Pacific Drillship (Gibraltar) Limited (17-13195) | <input type="checkbox"/> Pacific Drilling VIII Limited (17-13203) | <input type="checkbox"/> Pacific Drillship Nigeria Limited (17-13212) |
| <input type="checkbox"/> Pacific Drilling, Inc. (17-13196) | <input type="checkbox"/> Pacific Scirocco Ltd. (17-13204) | <input type="checkbox"/> Pacific Sharav Korlátolt Felelősségű Társaság (17-13213) |
| <input type="checkbox"/> Pacific Drilling Finance S.a r.l. (17-13197) | <input type="checkbox"/> Pacific Bora Ltd. (17-13205) | |
| <input type="checkbox"/> Pacific Drillship SARL (17-13198) | <input type="checkbox"/> Pacific Mistral Ltd. (17-13206) | |
| <input type="checkbox"/> Pacific Drilling Limited (17-13199) | <input type="checkbox"/> Pacific Santa Ana (Gibraltar) Limited (17-13207) | |
| | <input type="checkbox"/> Pacific Drilling Operations Limited (17-13208) | |

Modified Official Form 410

04/16

Proof of Claim

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense, other than a claim entitled to administrative priority pursuant to 11 U.S.C. § 503(b)(9). Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. Who is the current creditor?	Name of the current creditor (the person or entity to be paid for this claim) _____	
	Other names the creditor used with the debtor _____	
2. Has this claim been acquired from someone else?	<input type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent? Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)
	Contact phone _____ Contact email _____	Contact phone _____ Contact email _____
4. Does this claim amend one already filed?	<input type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____	Filed on _____ MM / DD / YYYY
5. Do you know if anyone else has filed a proof of claim for this claim?	<input type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	

Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? No
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: _____

7. How much is the claim? \$_____. Does this amount include interest or other charges?
 No
 Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or creditcard.
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
Limit disclosing information that is entitled to privacy, such as health care information.

9. Is all or part of the claim secured? No
 Yes. The claim is secured by a lien on property.
Nature of property:
 Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
 Motor vehicle
 Other. Describe: _____
Basis for perfection: _____
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)
Value of property: \$ _____
Amount of the claim that is secured: \$ _____
Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.)
Amount necessary to cure any default as of the date of the petition: \$ _____
Annual Interest Rate (when case was filed) _____ %
 Fixed
 Variable

10. Is this claim based on a lease? No
 Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? No
 Yes. Identify the property: _____

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)? No Yes. Check one:

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

<input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).	Amount entitled to priority \$ _____
<input type="checkbox"/> Up to \$2,850 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).	\$ _____
<input type="checkbox"/> Wages, salaries, or commissions (up to \$12,850) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).	\$ _____
<input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).	\$ _____
<input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).	\$ _____
<input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)() that applies.	\$ _____

13. Is all or part of the claim entitled to administrative priority pursuant to 11 U.S.C. § 503(b)(9)? No Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case(s), in which the goods have been sold to the debtor in the ordinary course of such debtor's business. Attach documentation supporting such claim. \$ _____

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

I am the creditor.
 I am the creditor's attorney or authorized agent.
 I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.
 I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date _____ (mm/dd/yyyy)

Signature

Print the name of the person who is completing and signing this claim:

Name _____
 First name Middle name Last name

Title _____

Company _____
 Identify the corporate servicer as the company if the authorized agent is a servicer.

Address _____
 Number Street

City State ZIP Code

Contact phone _____ Email _____

Attach Supporting Documentation (limited to a single PDF attachment that is less than 5 megabytes in size and under 100 pages):

I have supporting documentation.
(attach below)

I do not have supporting documentation.

PLEASE REVIEW YOUR PROOF OF CLAIM AND SUPPORTING DOCUMENTS AND REDACT ACCORDINGLY PRIOR TO UPLOADING THEM. PROOFS OF CLAIM AND ATTACHMENTS ARE PUBLIC DOCUMENTS THAT WILL BE AVAILABLE FOR ANYONE TO VIEW ONLINE.

IMPORTANT NOTE REGARDING REDACTING YOUR PROOF OF CLAIM AND SUPPORTING DOCUMENTATION When you submit a proof of claim and any supporting documentation you must show only the last four digits of any social-security, individual's tax-identification, or financial-account number, only the initials of a minor's name, and only the year of any person's date of birth. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information.

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. The responsibility for redacting personal data identifiers (as defined in Federal Rule of Bankruptcy Procedure 9037) rests solely with the party submitting the documentation and their counsel. Prime Clerk and the Clerk of the Court will not review any document for redaction or compliance with this Rule and you hereby release and agree to hold harmless Prime Clerk and the Clerk of the Court from the disclosure of any personal data identifiers included in your submission. In the event Prime Clerk or the Clerk of the Court discover that personal identifier data or information concerning a minor individual has been included in a pleading, Prime Clerk and the Clerk of the Court are authorized, in their sole discretion, to redact all such information from the text of the filing and make an entry indicating the correction.

Instructions for Proof of Claim

United States Bankruptcy Court

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These instructions and definitions generally explain the law. In certain circumstances, such as bankruptcy cases that debtors do not file voluntarily, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy process and privacy regulations.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both.
18 U.S.C. §§ 152, 157 and 3571.

How to fill out this form

- **Fill in all of the information about the claim as of the date the case was filed.**
- **Fill in the caption at the top of the form.**
- **If the claim has been acquired from someone else, then state the identity of the last party** who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.
- **Attach any supporting documents to this form.**
Attach redacted copies of any documents that show that the debt exists, a lien secures the debt, or both. (See the definition of *redaction* on the next page.)

Also attach redacted copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added. Federal Rule of Bankruptcy Procedure (called “Bankruptcy Rule”) 3001(c) and (d).
- **Do not attach original documents because attachments may be destroyed after scanning.**
- **If the claim is based on delivering health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the claim and in the attached documents.**

- **A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, individual’s tax identification number, or financial account number, and only the year of any person’s date of birth.** See Bankruptcy Rule 9037.
- **For a minor child, fill in only the child’s initials and the full name and address of the child’s parent or guardian.** For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

Confirmation that the claim has been filed

To receive confirmation that the claim has been filed, enclose a stamped self-addressed envelope and a copy of this form. You may view a list of filed claims in this case by visiting the Claims and Noticing Agent’s website at <http://cases.primeclerk.com/pacificdrilling>.

Understand the terms used in this form

Administrative expense: Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing the bankruptcy estate.
11 U.S.C. § 503.

Claim: A creditor’s right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy. 11 U.S.C. §101 (5). A claim may be secured or unsecured.

Claim Pursuant to 11 U.S.C. § 503(b)(9): A claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of the Debtor's business. Attach documentation supporting such claim.

Creditor: A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. § 101 (10).

Debtor: A person, corporation, or other entity who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. § 101 (13).

Evidence of perfection: Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

Information that is entitled to privacy: A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

Priority claim: A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. § 507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

Proof of claim: A form that shows the amount of debt the debtor owed to a creditor on the date of the bankruptcy filing. The form must be filed in the district where the case is pending.

Redaction of information: Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to **privacy** on the *Proof of Claim* form and any attached documents.

Secured claim under 11 U.S.C. § 506(a): A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of § 1325(a).

Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment may be a lien.

Setoff: Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

Unsecured claim: A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

Please send completed Proof(s) of Claim to:

Pacific Drilling S.A. Claims Processing Center
c/o Prime Clerk LLC
830 3rd Avenue, 3rd Floor
New York, NY 10022

Do not file these instructions with your form

FORM PUBLICATION NOTICE

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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

**NOTICE OF DEADLINES FOR FILING OF PROOFS OF CLAIM
(GENERAL CLAIMS BAR DATE: MAY 1, 2018 AT 5:00 P.M. Eastern Time)**

PLEASE TAKE NOTICE THAT ANY PERSON OR ENTITY THAT FILES A PROOF OF CLAIM IN THESE BANKRUPTCY CASES SHALL BE DEEMED, FOR THE PURPOSES OF THE PROOF OF CLAIM AND POSSIBLY RELATED MATTERS, TO HAVE SUBMITTED TO THE JURISDICTION OF THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK. ANY ENTITY OR PERSON WHO IS REQUIRED TO TIMELY FILE A PROOF OF CLAIM AS SET FORTH IN THE ACCOMPANYING NOTICE BUT FAILS TO DO SO WILL BE FOREVER BARRED FROM (A) ASSERTING SUCH CLAIM AGAINST THE DEBTORS' ESTATES OR PROPERTY, OR (B) RECEIVING DISTRIBUTIONS ON ACCOUNT OF SUCH CLAIM IN THESE BANKRUPTCY CASES.

On _____ [_], 2018, the United States Bankruptcy Court for the Southern District of New York (the "Court") entered an order [Docket No. [_]](the "Bar Date Order") establishing certain deadlines for the filing of proofs of claim in the chapter 11 cases of the above-captioned debtors and debtors in possession (collectively, the "Debtors").

By the Bar Date Order, the Court established **May 1, 2018 at 5:00 p.m.**, Prevailing Eastern Time (the "General Claims Bar Date"), as the general claims bar date for filing proofs of claim in the Debtors' cases. As described below, the Bar Date Order also establishes different bar dates for other categories of claims. Among other exceptions described below, the General Claims Bar Date does not apply to claims of any governmental

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 (Gibraltar) Limited, Pacific Drillship (Gibraltar) Limited, Pacific Drilling, Inc. (1524), Pacific Drilling Finance S.à r.l., Pacific Drillship SARL, Pacific Drilling Limited, Pacific Sharav S.à r.l. (2431), Pacific Drilling VII Limited, Pacific Drilling V Limited, Pacific Drilling VIII Limited, Pacific Scirocco Ltd. (0073), Pacific Bora Ltd. (9815), Pacific Mistral Ltd., Pacific Santa Ana (Gibraltar) Limited, Pacific Drilling Operations Limited (9103), Pacific Drilling Operations, Inc. (4446), Pacific Santa Ana S.à r.l. (6417), Pacific Drilling, LLC (7655), Pacific Drilling Services, Inc. (5302), Pacific Drillship Nigeria Limited (0281) and Pacific Sharav Korlátolt Felelősségű Társaság.

FORM PUBLICATION NOTICE

unit (as defined in section 101(27) of title 11 of the United States Code (the “Bankruptcy Code”)).

1. THE BAR DATES

The Bar Date Order establishes the following bar dates for filing proofs of claim in these cases (collectively, the “Bar Dates”):

(a) **The General Claims Bar Date.** Pursuant to the Bar Date Order, except as described below, any holder of a claim against the Debtors that arose or is deemed to have arisen prior to the commencement of these cases is required to file proofs of claim by the General Claims Bar Date (i.e., by **May 1, 2018 at 5:00 p.m., Eastern Time**). These cases were commenced on November 12, 2017 (the “Petition Date”). The General Claims Bar Date applies to all types of claims against the Debtors that arose prior to the Petition Date, including secured claims, unsecured priority claims (including, without limitation, claims entitled to priority under sections 507(a)(4) and 507(a)(5) and 503(b)(9) of the Bankruptcy Code) and unsecured nonpriority claims.

(b) **The Rejection Claims Bar Date.** Pursuant to the Bar Date Order, any person or entity that holds a claim arising from or relating to the rejection of an executory contract or unexpired lease, in accordance with section 365 of the Bankruptcy Code and pursuant to an order entered prior to the confirmation of a chapter 11 plan in the applicable Debtor’s chapter 11 case (any such order, a “Rejection Order”), or claims otherwise related to such rejected agreement, including claims entitled to administrative priority under section 503(b) of the Bankruptcy Code (the “Rejection Damage Claims”) is required to file a proof of claim by the later of: (a) the General Claims Bar Date; or (b) 5:00 p.m., Eastern Time, on the date that is 30 calendar days after the entry of the relevant Rejection Order. The later of these dates is referred to in this Notice as the “Rejection Claims Bar Date”. For the avoidance of doubt, all prepetition and postpetition claims of any kind or nature arising from or relating to executory contracts or unexpired leases rejected by a Rejection Order must be filed by the Rejection Claims Bar Date.

(c) **The Amended Schedules Bar Date.** Pursuant to the Bar Date Order, if subsequent to the date of this Notice, a Debtor amends or supplements its Schedules, the affected claimant is required to file a proof of claim or amend any previously filed proof of claim in respect of the amended scheduled claim on or before the later of (i) the General Claims Bar Date or (ii) 5:00 p.m., Eastern Time, on the date that is 30 calendar days after the date that notice of the applicable amendment or supplement to the Schedules is served on the claimant (the “Amended Schedules Bar Date”).

(d) **The Governmental Bar Date.** Pursuant to the Bar Date Order, all governmental units holding claims against the Debtors that arose or are deemed to have arisen prior to the Petition Date (including secured claims, unsecured priority claims and unsecured nonpriority claims) are required to file proofs of claim by **May 11, 2018 at 5:00 p.m., Prevailing Eastern Time** (the “Governmental Bar Date”).

2. WHO MUST FILE A PROOF OF CLAIM

FORM PUBLICATION NOTICE

You **MUST** file a proof of claim to vote on a chapter 11 plan or to share in distributions to creditors from the Debtors’ bankruptcy estates. Claims based on acts or omissions of the Debtors that occurred before the Petition Date must be filed on or prior to the applicable Bar Date even if such claims are not now fixed, liquidated or certain or did not mature or become fixed, liquidated or certain before the Petition Date except where the Rejection Claims Bar Date, the Amended Schedules Bar Date, or the Governmental Bar Date apply to establish a different deadline, or one of the exceptions in Section 5 applies.

3. WHAT TO FILE

Claims should be asserted on proof of claim forms that conform substantially to Official Bankruptcy Form No. 410. Proof of claim forms may be obtained at the following websites: <https://cases.primeclerk.com/PacificDrilling/EPOC-Index>.

All proof of claim forms must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. The proof of claim form must be written in English and be asserted and denominated in United States currency. You must attach to your completed proof of claim form any documents on which the claim is based (or, if such documents are voluminous, attach a summary) or an explanation as to why the documents are not available.

Except as set forth in any other order of this Court, including ECF No. 83, any holder of a claim against more than one Debtor or that has multiple claims against different Debtors must file a separate proof of claim with respect to each such Debtor. In addition, any proofs of claim must identify on their face the specific Debtor against which the claim is asserted. Any claim filed only in the lead case number (Pacific Drilling, S.A., Case No. 17-13193), or that otherwise fails to identify a specific Debtor, shall be deemed as filed only against Debtor Pacific Drilling, S.A.

4. WHEN AND WHERE TO FILE

All proofs of claim must be submitted using one of the methods identified below so as to be received on or before the applicable Bar Date, at one of the following addresses:

IF BY MAIL OR BY HAND DELIVERY:	IF DELIVERED BY HAND:	IF FILED ELECTRONICALLY:
Pacific Drilling Claims Processing Center c/o Prime Clerk, LLC 830 3rd Avenue, 3rd Floor, New York, NY 10022	United States Bankruptcy Court, Southern District of New York One Bowling Green, Room 534 New York, NY 10004-1408	http://cases.primeclerk.com/Pacificdrilling/EPOC-Index

Alternatively, proofs of claim may be submitted electronically through the electronic filing system available through the claim’s agent website at: <http://cases.primeclerk.com/Pacificdrilling/EPOC-Index>.

FORM PUBLICATION NOTICE

Proofs of claim will be deemed filed only when submitted and **actually received** in accordance with the foregoing procedures on or before the applicable Bar Date. **Proofs of claim may NOT be submitted by facsimile or electronic mail or, except as provided herein, submitted electronically or hand delivery.** Hand delivery of a proof of claim not done in strict compliance with these procedures will not be accepted and the proof of claim will not be deemed filed until it is submitted by one of the methods described above.

5. CLAIMS FOR WHICH PROOFS OF CLAIM DO NOT NEED TO BE FILED

The Bar Date Order further provides that certain entities, whose claims otherwise would be subject to the General Claims Bar Date, need not file proofs of claim. To review a copy of the Bar Date Order, please visit <https://cases.primeclerk.com/PacificDrilling/Home-Index>

6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE

TO THE EXTENT AN ENTITY HAS A CLAIM FOR WHICH IT MUST FILE A PROOF OF CLAIM BUT FAILS TO DO SO ON TIMELY AND PROPER BASIS AS SET FORTH IN THIS NOTICE, SUCH ENTITY SHALL BE FOREVER BARRED, ESTOPPED AND ENJOINED AS TO SUCH CLAIM FROM THE FOLLOWING: (A) ASSERTING ANY SUCH CLAIM AGAINST THE DEBTORS OR THEIR ESTATES OR PROPERTY THAT (I) IS IN AN AMOUNT THAT EXCEEDS THE AMOUNT, IF ANY, THAT IS IDENTIFIED IN THE SCHEDULES ON BEHALF OF SUCH ENTITY AS UNDISPUTED, NONCONTINGENT AND LIQUIDATED OR (II) IS OF A DIFFERENT NATURE OR A DIFFERENT CLASSIFICATION THAN ANY CLAIM IDENTIFIED IN THE SCHEDULES ON BEHALF OF SUCH ENTITY (ANY SUCH CLAIM BEING REFERRED TO IN THIS NOTICE AS AN “UNSCHEDULED CLAIM”); OR (B) VOTING UPON, OR RECEIVING DISTRIBUTIONS UNDER, ANY CHAPTER 11 PLAN PROMULGATED IN THESE CHAPTER 11 CASES IN RESPECT OF AN UNSCHEDULED CLAIM.

7. THE DEBTORS’ SCHEDULES AND ACCESS THERETO

You may be listed as the holder of a claim against one or more of the Debtors in the Debtors’ Schedules. Copies of the Debtors’ Schedules and other information and documents regarding the Debtors’ chapter 11 cases are available for review free of charge on the Debtors’ website at <https://cases.primeclerk.com/PacificDrilling/Home-Index>. The Schedules and other filings in the Debtors’ chapter 11 cases are also available for a fee at the Court’s website at <https://ecf.nysb.uscourts.gov>.

FORM PUBLICATION NOTICE

If you rely on the Debtors' Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules.

A HOLDER OF A POSSIBLE CLAIM AGAINST THE DEBTORS SHOULD CONSULT AN ATTORNEY REGARDING ANY MATTERS NOT COVERED BY THIS NOTICE, SUCH AS WHETHER THE HOLDER SHOULD FILE A PROOF OF CLAIM.

DATED: New York, New York
March __, 2018

BY ORDER OF THE COURT

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