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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)
	:	
	:	
Debtors ¹ .	:	(Jointly Administered)
	:	
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**NOTICE OF AGENDA OF MATTERS
SCHEDULED FOR HEARING ON MAY 17, 2018 AT 10:00 A.M.**

Time and Date of Hearing: May 17, 2018 at 10:00 a.m. (Prevailing Eastern Time)

Location of Hearing: Judge Michael E. Wiles, Courtroom 617,
One Bowling Green, New York, NY 10007

Copies of Filings: A copy of the filings can be viewed on the Court's website
at www.ecf.nysb.uscourts.gov and at the website
maintained by the Debtors' claims and noticing agent at
<https://cases.primeclerk.com/pacificDrilling>

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.

I. UNCONTESTED MATTERS:

1. Debtors' Motion for Final Order (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 [Dkt. No. 13].

Objection Deadline: February 15, 2018 at 4:00 p.m.

Responses: None.

Related Documents:

- a. Affidavit of Service [Dkt. No. 30].
- b. Interim Order (A) Authorizing the Continued Use of the Debtors' 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 and (C) Granting Related Relief [Dkt. No. 44].
- c. Second Interim Order (A) Authorizing the Continued Use of the Debtors' 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 and (C) Granting Related Relief [Dkt. No. 85].
- d. Bridge Order Further Extending the Deadline for Debtors to Comply with Section 345(b) of the Bankruptcy Code [Dkt. No. 125]
- e. Third Interim Order (A) Authorizing the Continued Use of the Debtors' 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 and (C) Granting Related Relief [Dkt. No. 153].
- f. Fourth Interim Order (A) Authorizing the Continued Use of the Debtors' 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 and (C) Granting Related Relief [Dkt. No. 228].

- g. Fifth Interim Order (A) Authorizing the Continued Use of the Debtors' 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 and (C) Granting Related Relief [Dkt. No. 285]
- h. Sixth Interim Order signed on 4/23/2018 (A) Authorizing the continued use of the Debtors' Cash Management System, Bank Accounts and Business Forms, (B) Authorizing the Debtors to Make Intercompany Advances on a Secured Basis and (C) Granting Related Relief [Dkt. No. 327].

Status: This matter is going forward, a proposed Final Order will be submitted at the hearing.

- 2. Debtors' Motion for Entry of an Order (I) Approving the 2018 LTIP and (II) Authorizing, but not Directing, the Debtors to (A) Award and Pay Certain Earned Ordinary Course Compensation Under the 2018 LTIP and (B) Otherwise Continue the 2018 LTIP in the Ordinary Course of Business on a Postpetition Basis [Dkt. No. 341].

Objection Deadline: May 10, 2018 at 4:00 p.m.

Responses: None.

Related Documents:

- a. Affidavit of Service [Dkt. No. 346].
- b. Certificate of No Objection [Dkt. No. 357].

Status: This matter is going forward.

II. FEE APPLICATIONS:

- 3. First Application of Togut, Segal & Segal LLP as Counsel for the Debtors for Interim Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred from November 12, 2017 through February 28, 2018 [Dkt. No. 316].

Objection Deadline: May 10, 2018 at 4:00 p.m.

Responses:

- a. Informal response of United States Trustee wherein the Togut Firm has agreed to certain reductions in fees and expenses which will be incorporated into the proposed Order to be submitted to the Court.

Related Documents:

- a. Affidavit of Service [Dkt. No. 318].
- b. Notice of Hearing [Dkt. No. 330]

Status: This matter is going forward.

- 3. First Interim Fee Application of AlixPartners, LLP for Compensation Earned and Expenses Incurred as Financial Advisor to the Debtors for the Period from November 12, 2017 through February 28, 2018 [Dkt. No. 310].

Objection Deadline: May 10, 2018 at 4:00 p.m.

Responses:

- a. Informal response of United States Trustee wherein AlixPartners LLP has agreed to certain reductions in fees and expenses which will be incorporated into the proposed Order to be submitted to the Court.

Related Documents:

- a. Affidavit of Service [Dkt. No. 317].
- b. Notice of Hearing [Dkt. No. 330].

Status: This matter is going forward.

- 4. First Fee Application of KPMG LLP (US) As Auditor to the Debtors For Interim Allowance and Compensation of Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred from November 12, 2017 through February 28, 2018. [Dkt. No. 311].

Objection Deadline: May 10, 2018 at 4:00 p.m.

Responses:

- a. Informal response of United States Trustee wherein KPMG LLP (US) has agreed to certain reductions in fees and expenses which will be incorporated into the proposed Order to be submitted to the Court.

Related Documents:

- a. Affidavit of Service [Dkt. No. 317].
- b. Notice of Hearing [Dkt. No. 330].

Status: This matter is going forward.

5. First Application of Alvarez & Marsal Taxand, LLC as Compensation Consultant for the Debtors, for Interim Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred from November 12, 2017 through and including, February 28, 2018 [Dkt. No. 315].

Objection Deadline: May 10, 2018 at 4:00 p.m.

Responses:

- a. Informal response of United States Trustee wherein Alvarex & Marsal Taxand, LLC has agreed to certain reductions in fees and expense which will be incorporated into the proposed Order to be submitted to the Court.

Related Documents:

- a. Affidavit of Service [Dkt. No. 317].
- b. Notice of Hearing [Dkt. No. 330]

Status: This matter is going forward.

6. First Application of Evercore Group L.L.C. and Evercore Partners International LLP, Debtors' Investment Bankers, for Allowance of Compensation for Services Rendered and for the Reimbursement of All Actual and Necessary Expenses Incurred for the Period from November 13, 2017 through February 28, 2018 [Dkt. No. 313].

Objection Deadline: May 10, 2018 at 4:00 p.m.

Responses:

- a. Informal response of United States Trustee wherein Ehas agreed to certain reductions in fees and expense which will be incorporated into the proposed Order to be submitted to the Court [Dkt. No. XXX].

Related Documents:

- a. Affidavit of Service [Dkt. No. 317].
- b. Notice of Hearing [Dkt. No. 330].

Status: This matter is going forward.

III. ADJOURNED MATTERS:

7. Debtors' Motion for Entry of an Order Approving the Implementation of the 2018 Key Employee Incentive Plan [Dkt. No. 340].

Objection Deadline: May 10, 2018 at 4:00 p.m.

Responses: None.

Related Documents:

- a. Affidavit of Service [Dkt. No. 346].
- b. Omnibus Notice of Adjournment [Dkt. No. 353].

Status: This matter has been adjourned to June 19, 2018 at 2:00 p.m.

8. First Application of Ince & Co LLP as Special Arbitration Counsel to the Debtors for Interim Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred from November 12, 2017 through February 28, 2018 [Dkt. No. 314].

Objection Deadline: May 10, 2018 at 4:00 p.m.

Responses: None.

Related Documents:

- a. Affidavit of Service [Dkt. No. 317].
- b. Omnibus Notice of Hearing [Dkt. No. 330].

Status: This matter has been adjourned (Date to be determined).

9. First Fee Application of KPMG Luxembourg, Societe Cooperative as Auditor to Certain of the Debtors for Interim Allowance and Compensation for Professional Services Rendered Incurred from November 12, 2017 through February 28, 2018 [Dkt. No. 312].

Objection Deadline: May 10, 2018. The objection deadline for the United States Trustee has been extended to the scheduled objection deadline for the next interim fee application of KPMG Luxembourg.

Responses: None.

Related Documents:

- a. Affidavit of Service [Dkt. No. 317].

b. Notice of Hearing [Dkt. No. 330].

Status: This matter has been adjourned to the hearing date for the second interim fee applications (Date to be determined).

Dated: New York, New York
May 15, 2018

PACIFIC DRILLING S.A., *on behalf of itself
and its affiliated Debtors and Debtors-in-Possession*

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