

Objection Deadline: September 11, 2018 at 4:00 p.m.
Hearing Date: September 18, 2018 at 11:00 a.m.

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

PACIFIC DRILLING S.A., *et al.*,

Debtors¹

:
: Chapter 11
:
: Case No. 17-13193 (MEW)
:
: (Jointly Administered)
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:
:
:

**NOTICE OF HEARING TO CONSIDER APPROVAL OF
DISCLOSURE STATEMENT FOR JOINT PLAN OF REORGANIZATION OF
PACIFIC DRILLING S.A. AND CERTAIN OF ITS AFFILIATES
PURSUANT TO CHAPTER 11 OF THE BANKRUPTCY CODE**

PLEASE TAKE NOTICE OF THE FOLLOWING:

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 S.à r.l., 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. CHAPTER 11 CASES

On November 12, 2017 (the "Petition Date"), Pacific Drilling S.A. ("PDSA") and certain of its affiliates, as debtors and debtors in possession (collectively, the "Debtors") each filed with the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") a voluntary petition for relief under chapter 11 of the Bankruptcy Code. Each Debtor continues to operate its business and manage its properties as a debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Debtors' cases are being jointly administered for procedural purposes under Case No. 17-13193 (MEW). No trustee, examiner, or committee of creditors or equity security holders has been appointed in these chapter 11 cases.

II. PLAN AND DISCLOSURE STATEMENT

On July 31, 2018, the Debtors filed *the Joint Plan of Reorganization of Pacific Drilling S.A. and Certain of Its Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* dated July 31, 2018 [Docket No. 450] and the Debtors' *Disclosure Statement For the Joint Plan of Reorganization of Pacific Drilling S.A. and Certain of Its Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 451]. On August 31, 2018, the Debtors filed their *First Amended Joint Plan of Reorganization of Pacific Drilling S.A. and Certain of Its Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* dated July 31, 2018 [Docket No. 551] (as may be further amended, the "Plan") and the Debtors' *First Amended Disclosure Statement For the Joint Plan of Reorganization of Pacific Drilling S.A. and Certain of Its Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 552] (as may be further amended, the "Disclosure Statement")

III. DISCLOSURE STATEMENT HEARING

A hearing (the "Disclosure Statement Hearing") will be held before the Honorable Michael E. Wiles, United States Bankruptcy Judge for the Southern District of New York, in the United States Bankruptcy Court, One Bowling Green, Room 617, New York, New York 10004, on **September 18, 2018 at 11:00 a.m. (prevailing Eastern Time)**, or as soon thereafter as counsel may be heard, to consider the entry of an order, among other things, finding that the Disclosure Statement contains "adequate information" within the meaning of section 1125 of the Bankruptcy Code and approving the Disclosure Statement. The Disclosure Statement Hearing may be adjourned from time to time without further notice to creditors, equity holders, or parties in interest other than by an announcement in the Bankruptcy Court of such adjournment on the date scheduled for the Disclosure Statement Hearing or as indicated in any notice of adjournment filed by the Debtors with the Bankruptcy Court.

IV. OBJECTIONS TO DISCLOSURE STATEMENT

Any responses or objections to the adequacy of the Disclosure Statement must: (a) be in writing; (b) comply with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, Chambers' procedures and other case management rules, and orders of this Bankruptcy Court; (c) state the name and address of the responding or objecting party and the nature and amount of the claim against or interest in the estates or property of the Debtors; (d) state with particularity the legal and factual basis for such response or objection; (e) be filed with the Clerk of the United States

Bankruptcy Court for the Southern District of New York, together with proof of service thereon; and (f) be served by personal service or overnight delivery, so as to be **ACTUALLY RECEIVED** no later than **September 11, 2018 at 4:00 p.m. (prevailing Eastern Time)** by: (i) counsel for the Debtors, Togut, Segal & Segal LLP, One Penn Plaza, Suite 3335, New York, NY 10119 (Attn: Albert Togut, Esq., Kyle J. Ortiz, Esq. and Charles M. Persons, Esq.); (ii) the United States Trustee; (iii) counsel to each of the agents of the Debtors' prepetition secured lenders; (iv) counsel to each of the indenture trustees and the *ad hoc* group of the Debtors' prepetition secured debt; (v) counsel to Quantum Pacific (Gibraltar) Limited; (vi) the Internal Revenue Service; (vii) the Securities and Exchange Commission; and (viii) any other party entitled to notice pursuant to Local Bankruptcy Rule for the United States Bankruptcy Court for the Southern District of New York 9013-1(b).

ONLY THOSE RESPONSES OR OBJECTIONS THAT ARE TIMELY FILED AND RECEIVED WILL BE CONSIDERED BY THE BANKRUPTCY COURT. OBJECTIONS NOT TIMELY FILED AND SERVED IN THE MANNER SET FORTH ABOVE WILL NOT BE CONSIDERED AND WILL BE DEEMED OVERRULED.

V. ADDITIONAL INFORMATION

Upon approval of the Disclosure Statement by the Bankruptcy Court, holders of claims against, or interests in, the Debtors who are entitled to vote on the Plan will receive a copy of the Disclosure Statement, the Plan, and various other documents related thereto.

Copies of the Disclosure Statement and the Plan may be obtained from (i) the office of the Clerk of the Bankruptcy Court (the "Clerk's Office") during normal business hours; (ii) the Bankruptcy Court's electronic case filing system at www.nysb.uscourts.gov (a PACER login and password are required to access documents on the Bankruptcy Court's website and can be obtained through the PACER Service Center at www.pacer.psc.uscourts.gov); or (iii) the Debtors' solicitation agent, Prime Clerk, LLC (the "Voting Agent"), (a) at the Debtors' restructuring website at <https://cases.primeclerk.com/pacificdrilling/>, (b) upon request by mail to the address set forth below or (c) upon request by telephone at (866) 396-3566 or (646) 795-6175 if outside the United States. **PLEASE NOTE: Neither the staff of the Clerk's Office nor the Voting Agent can give legal advice.**

If by First-Class Mail, Hand Delivery, or Overnight Mail:

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

Dated: New York, New York
September 8, 2018

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

By their Counsel:
TOGUT, SEGAL & SEGAL LLP
By:

/s/ Kyle J. Ortiz
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