

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
VICTORIA DIVISION

In re:	)	
	)	Chapter 11
	)	
SEADRILL LIMITED, <i>et al.</i> , <sup>1</sup>	)	Case No. 17-60079 (DRJ)
	)	
Debtors.	)	(Jointly Administered)
	)	

**DEBTORS' MOTION FOR ENTRY OF AN  
ORDER (I) SETTING BAR DATES FOR FILING PROOFS  
OF CLAIM, INCLUDING REQUESTS FOR PAYMENT UNDER  
SECTION 503(B)(9), (II) ESTABLISHING AMENDED SCHEDULES  
BAR DATE AND REJECTION DAMAGES BAR DATE, (III) APPROVING  
THE FORM OF AND MANNER FOR FILING PROOFS OF CLAIM, INCLUDING  
SECTION 503(B)(9) REQUESTS, AND (IV) APPROVING NOTICE OF BAR DATES**

**THIS MOTION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE MOTION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 21 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE MOTION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE MOTION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE MOTION AT THE HEARING.**

**REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.**

**A HEARING WILL BE HELD ON THIS MATTER FOR NOVEMBER 1, 2017, AT 2:30 P.M. (CT) IN COURTROOM 400, 4<sup>th</sup> FLOOR, UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF TEXAS, 515 RUSK STREET, HOUSTON, TEXAS 77002.**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) respectfully state the following in support of this motion (this “Motion”):

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<sup>1</sup> Due to the large number of Debtors in these chapter 11 cases, which the Court has jointly administered, a complete list of the Debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <http://cases.primeclerk.com/Seadrill>. The location of Debtor Seadrill Americas, Inc.’s principal place of business and the Debtors’ service address in these chapter 11 cases is 11025 Equity Drive, Suite 150, Houston, Texas 75201.

### **Relief Requested**

1. The Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Bar Date Order”), (a) approving the Bar Dates, the Proof of Claim Form, the Bar Date Notice, and the Publication Notice (each as defined below), and (b) granting related relief.

### **Jurisdiction and Venue**

1. The United States Bankruptcy Court for the Southern District of Texas (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the Southern District of Texas*, dated May 24, 2012 (the “Amended Standing Order”). The Debtors confirm their consent, pursuant to rule 7008 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), to the entry of a final order by the Court in connection with this Motion to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory bases for the relief requested herein are sections 105(a), 501, 502, and 1111(a) of title 11 of the United States Code (the “Bankruptcy Code”), Bankruptcy Rules 2002(a)(7), 2002(f) and 2002(l), 3003(c), and 5005(a), and rule 3003-1 of the Local Bankruptcy Rules for the Southern District of Texas (the “Local Rules”).

### **Background**

4. Seadrill Limited, together with its Debtor and managed non-Debtor affiliates, is a leading offshore drilling company for the oil and gas industry with more than 4,780 employees and active operations in 22 countries worldwide. The Debtors’ primary business is the provision

of offshore drilling services required for the exploration and production of oil and gas resources in shallow-, mid-, deep-, and ultra-deepwater areas, and in benign and harsh environments offshore. The Debtors and their managed non-Debtor affiliates own and/or operate a fleet of 51 rigs, including 27 floaters (drillships or semi-submersibles), 21 jack-ups and 3 tender rigs. A significant portion of the Debtors' fleet is operational and under contract with major oil companies like ExxonMobil, Statoil, Total, and Petróleo Brasileiro S.A. The Debtors are headquartered in Hamilton, Bermuda, with corporate services provided from offices located in the United States (Houston, Texas), the United Kingdom, Dubai, Norway, Mexico, and Brazil. They also have significant assets and operations across the United States, Europe, Asia, the Middle East, Africa, and North and South America. Seadrill Limited, together with its Debtor affiliates and managed non-Debtor affiliates, reported approximately \$3.2 billion of EBITDA on operating revenues of approximately \$5.1 billion for 2016. The funded debt obligations of Seadrill Limited and its Debtor affiliates and managed non-Debtor affiliates totaled \$13.4 billion, while the Debtors' funded debt obligations totaled approximately \$8.0 billion.

5. Over the course of the past three years, the Debtors' businesses have been affected by a sustained downturn in the oil and gas industry. In response, the Debtors negotiated and commenced these chapter 11 cases to implement a series of restructuring transactions, set forth in that certain restructuring support agreement, dated September 12, 2017, (the "Restructuring Support Agreement"), that will: (a) re-profile the Debtors' secured funded debt obligations to eliminate near-term amortization obligations and extend maturities; (b) reduce overall leverage through equitizing the Debtors' unsecured bonds; (c) result in a \$1.06 billion new capital injection; and (d) reorganize the Seadrill corporate structure to support the re-profiled secured credit facilities and new capital injection. Importantly, the restructuring contemplated by the Restructuring

Support Agreement is financial in nature and not operational. The Debtors' obligations to their employees, customers, and trade vendors will be largely unaffected by these chapter 11 proceedings.

6. The Debtors have approximately 20,000 potential creditors so it is important to establish uniform processes and procedures. On the September 12, 2017 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Court has ordered procedural consolidation and joint administration of these chapter 11 cases pursuant to Bankruptcy Rule 1015(b). The United States Trustee of the Southern District of Texas (the "U.S. Trustee") has appointed an Official Committee of Unsecured Creditors (the "Creditor's Committee").<sup>2</sup> No request for the appointment of a trustee or examiner has been made in these chapter 11 cases.

### **The Bar Dates**

#### **I. The Claims Bar Date.**

7. Bankruptcy Rule 3003(c)(3) provides that the Court shall fix the time within which proofs of claim must be filed in a chapter 11 case pursuant to section 501 of the Bankruptcy Code. Moreover, Bankruptcy Rule 3003(c)(2) provides that any creditor who has a claim against the Debtors that arose prior to the Petition Date, and whose claim is not scheduled in the Debtors' schedules of assets and liabilities and statements of financial affairs (collectively, the "Schedules") or whose claim is listed on the Schedules as disputed, contingent, or unliquidated, must file a proof

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<sup>2</sup> See *Notice of Appointment of Committee of Unsecured Creditors* [Docket No. 175].

of claim. Consistent with the extension previously granted by the Court, the Debtors anticipate that they will have filed their Schedules by November 10, 2017.<sup>3</sup>

8. While the Debtors generally do not intend to impair employee, trade, or other general unsecured claims, establishing a claims bar date is important to be sure there are not any major, unknown contingent claims that may threaten the Debtors' restructuring. In other words, the bar date will maximize the effect of the Debtors' "fresh start." The Debtors, therefore, request that the Court establish ***January 10, 2018 at 5:00 p.m., prevailing Central Time***, as the last date and time for each entity (including individuals, partnerships, corporations, joint ventures, and trusts) to file proofs of claim based on prepetition claims, including requests for payment under section 503(b)(9) of the Bankruptcy Code (collectively, "Proofs of Claim") against any Debtor (the "Claims Bar Date").<sup>4</sup> Notably, January 10, 2018 is the date currently scheduled for the Court to consider approval of the Debtors' disclosure statement and related solicitation procedure. Establishing the Claims Bar Date before the launch of solicitation will help to ensure a comprehensive solicitation and that all parties entitled to notice will be properly identified and served.

9. The Claims Bar Date would be the date and time by which all entities must submit Proofs of Claim, including requests for payment under section 503(b)(9), so that such Proofs of

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<sup>3</sup> See Order (I) Extending Time to File Schedules of (A) Assets and Liabilities, (B) Schedules of Current Income and Expenditures, (C) Schedules of Executory Contracts and Unexpired Leases, (D) Statements of Financial Affairs, and (E) Rule 2015.3 Financial Reports (II) Waiving the Requirement to File a List of Equity Security Holders, and (III) Granting Related Relief [Docket No. 71].

<sup>4</sup> Except as otherwise defined herein, all terms specifically defined in the Bankruptcy Code shall have those meanings given to them by the Bankruptcy Code. In particular, as used herein: (a) the term "claim" has the meaning given to it in section 101(5) of the Bankruptcy Code; (b) the term "entity" has the meaning given to it in section 101(15) of the Bankruptcy Code; (c) the term "governmental unit" has the meaning given to it in section 101(27) of the Bankruptcy Code; and (d) the term "person" has the meaning given to it in section 101(41) of the Bankruptcy Code.

Claim are **actually received** by the Clerk of the Court or the Debtors' claims agent, Prime Clerk LLC ("Prime Clerk"), unless such entity's claim falls within one of the exceptions set forth in this Motion. Subject to these exceptions, the Claims Bar Date would apply to all 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 non-priority claims.

## **II. The Governmental Bar Date.**

10. Section 502(b)(9) of the Bankruptcy Code provides, in relevant part, that "[a] claim of a governmental unit shall be timely filed if it is filed before 180 days after the date of the order for relief or such later time as the [Bankruptcy Rules] may provide." 11 U.S.C. § 502(b)(9).

11. The Debtors, therefore, request that the Court establish ***March 12, 2018, at 5:00 p.m., prevailing Central Time***, as the last date and time for any governmental unit to file Proofs of Claim against any Debtor (the "Governmental Bar Date"). The proposed Governmental Bar Date is at least 180 days from the Petition Date.

12. The Governmental Bar Date applies to all governmental units holding claims against the Debtors (whether secured, unsecured priority, or unsecured non-priority) that arose prior to the Petition Date, including governmental units with claims against the Debtors for unpaid taxes, whether such claims arise from prepetition tax years or periods or prepetition transactions to which the Debtors were a party. All governmental units holding such claims against the Debtors would be required to file Proofs of Claim so that such Proofs of Claim are actually received by the Clerk of the Court or Prime Clerk by the Governmental Bar Date.

## **III. Rejection Damages Bar Date.**

13. In addition to the Claims Bar Date and the Governmental Bar Date, the Debtors request that the Court establish a bar date for filing claims arising from the rejection of executory

contracts and unexpired leases of the Debtors on the later of (a) the Claims Bar Date or the Governmental Bar Date, as applicable, and (b) 5:00 p.m., prevailing Central Time, on the date that is 30 days following entry of an order approving the rejection of any executory contract or unexpired lease of the Debtors (such later date, the “Rejection Damages Bar Date”).

**IV. Amended Schedules Bar Date.**

14. In the event that the Debtors amend their Schedules, the Debtors request that the Court establish the deadline by which claimants holding claims affected by the amendment must file Proofs of Claim with respect to such claim so that such Proofs of Claim are actually received by the Clerk of the Court or Prime Clerk as the later of (a) the Claims Bar Date or the Governmental Bar Date, as applicable, and (b) 5:00 p.m., prevailing Central Time, on the date that is 30 days from the date on which the Debtors mail notice of the amendment to the Schedules (the “Amended Schedules Bar Date” and, together with the Claims Bar Date, the Governmental Bar Date, and the Rejection Damages Bar Date, as applicable, the “Bar Date” or “Bar Dates”).

**Procedures for Filing Proofs of Claim**

**I. Parties Required to File Proofs of Claim.**

15. Except as otherwise set forth herein, the Debtors respectfully request that the Court require each of the following entities holding claims against the Debtors arising before the Petition Date to file Proofs of Claim on or before the applicable Bar Date:

- a. any entity whose claim against a Debtor is not listed in the applicable Debtor’s Schedules or is listed as contingent, unliquidated, or disputed if such entity desires to participate in any of these chapter 11 cases or share in any distribution in any of these chapter 11 cases;
- b. any entity who believes that its claim is improperly classified in the Schedules or is listed in an incorrect amount and who desires to have its claim allowed in a different classification or amount other than that identified in the Schedules;

- c. any entity that believes its prepetition claims as listed in the Schedules is not an obligation of the specific Debtor against which the claim is listed and that desires to have its claim allowed against a Debtor other than that identified in the schedules;
- d. any former or present full-time, part-time, salaried, or hourly employees must submit Proofs of Claim relating to any grievance prior to the Claims Bar Date to the extent grounds for such grievances arose on or prior to the Petition Date; and
- e. any entity who believes that its claim against a Debtor is or may be an administrative expense pursuant to section 503(b)(9) of the Bankruptcy Code.

## **II. Parties Not Required to File Proofs of Claim by the Claims Bar Date.**

16. The Debtors request that the Court exempt the following entities, to the extent required by the Bankruptcy Code, from any requirement to file a Proof of Claim before the applicable Bar Date:

- a. any entity that already has filed a signed Proof of Claim against the applicable Debtor with the Clerk of the Court or with Prime Clerk in a form substantially similar to Official Form 410;
- b. any entity whose claim is listed on the Schedules if: (i) the claim is *not* scheduled by the Debtors as any of “disputed,” “contingent,” or “unliquidated;” (ii) such entity agrees with the amount, nature, and priority of the claim as set forth in the Schedules; and (iii) such entity 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 entity whose claim has previously been allowed by a final order of the Court;
- d. any Debtor having a claim against another Debtor;
- e. a current employee of the Debtors, for any claim related to wages, commissions, or benefits; *provided* that a current employee must submit a Proof of Claim by the Claims Bar Date for all other claims arising before the Petition Date, including claims for wrongful termination, discrimination, harassment, hostile work environment, and/or retaliation;
- f. any current or former officer, manager, director, or employee for claims based on indemnification, contribution, or reimbursement;

- g. any entity holding a claim for which a separate deadline is fixed by this Court;
- h. any entity holding a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration incurred in the ordinary course; *provided* that any entity asserting a claim entitled to priority under section 503(b)(9) of the Bankruptcy Code must assert such claims by filing a request for payment or a Proof of Claim on or prior to the Claims Bar Date;
- i. the Prepetition Facility Secured Parties (each as defined in the Cash Collateral Order)<sup>5</sup> as holders of claims for payment of the Prepetition Facility Obligations or for Adequate Protection Payments; and
- j. any holder of a claim for any fees, expenses, or other obligations arising under any interim or final order approving the Debtors' use of cash collateral.

17. No entity wishing to assert an interest in a Debtor shall be required to file a proof of interest; provided that any such entity wishing to assert a claim, including related to its status as an equity holder, must file a Proof of Claim unless otherwise exempted by the Bar Date Order.

### **III. Form of Proof of Claim.**

18. The Debtors have prepared, and request that the Court approve, forms for filing a Proof of Claim based on Official Form 410 that the Debtors have modified to allow creditors to request payment for claims under section 503(b)(9) of the Bankruptcy Code substantially in the form annexed as **Exhibit 1** to **Exhibit A** attached hereto (the "Proof of Claim Form"). The Debtors propose to provide each of the creditors listed on the Debtors' Schedules with a personalized Proof of Claim Form, which will set forth: (a) the identity of the Debtor against which the creditor's claim is scheduled; (b) the amount of the scheduled claim, if any; (c) whether the claim is listed as

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<sup>5</sup> See *Interim Order (I) Authorizing Use of Cash Collateral, (II) Granting Adequate Protection, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief* [Docket No. 98] (the "Cash Collateral Order").

contingent, unliquidated, or disputed; and (d) whether the claim is listed as secured, unsecured priority, or unsecured non-priority.

19. If the creditor disagrees with information set forth on the personalized Proof of Claim Form, the creditor is required to file a Proof of Claim identifying the Debtor against which the creditor is asserting a claim and the amount and type of such claim. Additionally, creditors may choose not to use the personalized Proof of Claim Form and instead submit Proofs of Claim on Official Form 410 as and to the extent provided in the Bar Date Order.

#### **IV. Requirements for Preparing and Filing Proofs of Claim.**

20. With respect to preparing and filing of a Proof of Claim, the Debtors propose that each Proof of Claim be required to be consistent with the following:

- a. **Contents.** Each Proof of Claim must: (i) be legible; (ii) include a claim amount denominated in United States dollars using, if applicable, the exchange rate as of 5:00 p.m., prevailing Central Time, on the Petition Date (and to the extent such claim is converted to United States dollars, state the rate used in such conversion); (iii) conform substantially with the Proof of Claim Form provided by the Debtors or Official Form 410; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant on behalf of the claimant, whether such signature is an electronic signature or is ink.
- b. **Section 503(b)(9) Claim.** Any Proof of Claim asserting a claim entitled to priority under section 503(b)(9) of the Bankruptcy Code must also: (i) include the value of the goods delivered to and received by the Debtors in the 20 days prior to the Petition Date; (ii) attach any documentation identifying the particular invoices for which the 503(b)(9) claim is being asserted; and (iii) attach documentation of any reclamation demand made to the Debtors under section 546(c) of the Bankruptcy Code (if applicable).
- c. **Electronic Signatures Permitted.** Proofs of Claim signed electronically by the claimant or an authorized agent or legal representative of the claimant may be deemed acceptable for purposes of claims administration. Copies of Proofs of Claim, or Proofs of Claim sent by facsimile or electronic mail will not be accepted.

- d. **Identification of the Debtor Entity.** Each Proof of Claim must clearly identify the Debtor against which a claim is asserted, including the individual Debtor's case number. A Proof of Claim filed under the joint administration case number or otherwise without identifying a specific Debtor, will be deemed as filed only against Seadrill Limited
- e. **Claim Against Multiple Debtor Entities.** Each Proof of Claim must state a claim against **only one** Debtor, clearly indicate the Debtor against which the claim is asserted, and be filed on the claims register of such Debtor. To the extent more than one Debtor is listed on the Proof of Claim, such claim may be treated as if filed only against Seadrill Limited.
- f. **Supporting Documentation.** Each Proof of Claim must include supporting documentation in accordance with Bankruptcy Rules 3001(c) and 3001(d). If, however, such documentation is voluminous, upon prior written consent of the Debtors' counsel, such Proof of Claim may include a summary of such documentation or an explanation as to why such documentation is not available; *provided* that any creditor that received such written consent shall be required to transmit such writings to Debtors' counsel upon request no later than ten (10) days from the date of such request.
- g. **Timely Service.** Each Proof of Claim must be filed, including supporting documentation so as to be **actually received** by either the Clerk of the Court or Prime Clerk as follows: (a) if to the Clerk of the Court, by electronic submission through PACER (Public Access to Court Electronic Records at <http://ecf.txsb.uscourts.gov>), or if submitted through non-electronic means, by U.S. Mail or other hand delivery system at the following address:

Clerk of the Court  
United States Bankruptcy Court  
515 Rusk Street  
Houston, Texas 77002

Correspondence:  
David J. Bradley, Clerk of Court  
P.O. Box 61010  
Houston, Texas 77208

or (b) if to Prime Clerk, by electronic submission through the interface available at <https://cases.primeclerk.com/Seadrill/EPOC-Index>, or if submitted through non-electronic means, by U.S. Mail or other hand delivery system at the following address:

Seadrill Limited Claims Processing Center  
c/o Prime Clerk LLC  
830 Third Avenue, 3rd Floor

New York, New York 10022

**PROOFS OF CLAIM SUBMITTED BY FACSIMILE OR ELECTRONIC MAIL WILL NOT BE ACCEPTED.**

- h. ***Receipt of Service.*** Claimants wishing to receive acknowledgment that their Proofs of Claim were received by either the Clerk of the Court or Prime Clerk must submit (i) a copy of the Proof of Claim Form (in addition to the original Proof of Claim Form sent to either the Clerk of the Court or Prime Clerk) and (ii) a self-addressed, stamped envelope.

**Consequences of Failure to File a Proof of Claim**

21. Pursuant to Bankruptcy Rule 3003(c)(2), the Debtors propose that any entity who is required, but fails, to file a Proof of Claim in accordance with the Bar Date Order on or before the applicable Bar Date shall be forever barred, estopped, and enjoined from asserting such claim against the Debtors (or filing a Proof of Claim with respect thereto) and the Debtors and their property shall be forever discharged from any and all indebtedness or liability with respect to or arising from such claim—including with respect to claims asserting priority pursuant to section 503(b)(9) of the Bankruptcy Code. Moreover, such creditor shall be prohibited from voting to accept or reject any plan filed in these chapter 11 cases, participating in any distribution in these chapter 11 cases on account of such claim, or receiving further notices regarding such claim.

**Procedures for Providing Notice of the Bar Dates**

22. The Debtors propose the following procedures for providing mailing and publication notice of the Bar Dates:

**I. Mailing of Bar Date Notices.**

23. Pursuant to Bankruptcy Rule 2002(a)(7), on or as soon as is reasonably practicable after November 10, 2017, and in any event no later than November 17, 2017, the Debtors propose to cause written notice of the Bar Dates, substantially in the form annexed as **Exhibit 2** to **Exhibit A** attached hereto (the “Bar Date Notice”), and a Proof of Claim Form (collectively, the “Bar Date Package”) to be served via email, facsimile, or first class mail to the following entities (or their respective counsel, if known):

- a. the U.S. Trustee;
- b. counsel to the Creditor’s Committee;
- c. all creditors and other known holders of claims against the Debtors as of the date of entry of the Bar Date Order, including all entities listed in the Schedules as holding claims against the Debtors;
- d. all entities that have requested notice of the proceedings in these chapter 11 cases pursuant to Bankruptcy Rule 2002 as of the date of the Bar Date Order;
- e. all entities that have filed proofs of claim in these chapter 11 cases as of the date of the Bar Date Order;
- f. all known, non-Debtor, equity holders of the Debtors as of the date the Bar Date Order is entered;
- g. all entities who are party to executory contracts and unexpired leases with the Debtors;
- h. all entities who are party to litigation with the Debtors;
- i. all current and former employees (to the extent that contact information for former employees is available in the Debtors’ records);<sup>6</sup>
- j. all regulatory authorities that regulate the Debtors’ businesses, including environmental and permitting authorities;

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<sup>6</sup> As set forth herein, the proposed Bar Date Order grants current employees authority to file a proof of claim with personally identifiable information redacted.

- k. the Committee of Coordinators appointed under and as defined in that certain appointment letter dated April 20, 2016, among Seadrill Limited and each member thereof, as amended, restated, supplemented, or otherwise modified from time to time (the “Bank CoCom”);
- l. counsel to the Bank CoCom;
- m. the commitment parties under that certain Investment Agreement dated September 12, 2017, among Seadrill Limited and the commitment parties thereto (the “Commitment Parties”);
- n. counsel to the Commitment Parties;
- o. the Offices of the Attorney General for each of the states in which the Debtors operate;
- p. all taxing authorities for the jurisdictions in which the Debtors maintain or conduct business;
- q. the Securities and Exchange Commission;
- r. the Executive Office for United States Attorneys; and
- s. the Office of the United States Attorney for the Southern District of Texas.

24. Due to the international nature of the Debtors’ businesses, many parties in interest in these chapter 11 cases are located outside the United States and may not speak English or have an understanding of the chapter 11 process. Recognizing the importance of properly noticing these parties and providing them with due process to the greatest extent possible, the Debtors have carefully reviewed their parties-in-interest list to determine the number of creditors and other notice parties by country. In order to make critical documents available to parties in their native language, the Debtors will arrange for the Bar Date Notice to be translated into Norwegian, Portuguese, and other languages as deemed appropriate by the Debtors and made available free of charge on the website of the Debtors’ proposed claims and noticing agent at <http://cases.primeclerk.com/Seadrill>. To the extent necessary, the Debtors may make further translation accommodations.

25. The proposed Bar Date Notice will notify the parties of the Bar Dates and will contain information regarding who must file a Proof of Claim, the procedures for filing a Proof of Claim, and the consequences of failure to timely file a Proof of Claim. The Debtors request the Court approve the use of the Bar Date Notice as set forth in this Motion.

## **II. Supplemental Mailings.**

26. After the initial mailing of the Bar Date Package, the Debtors may, in their discretion, make supplemental mailings of notices, including in the event that: (a) notices are returned by the post office with forwarding addresses; (b) certain parties acting on behalf of parties in interest (*e.g.*, banks and brokers with respect to equity or interest holders) decline to pass along notices to these parties and instead return their names and addresses to the Debtors for direct mailing; and (c) additional potential claimants or parties in interest become known after the initial mailing of the Bar Date Package.

27. In this regard, the Debtors request that the Court permit the Debtors to make supplemental mailings of the Bar Date Package in these and similar circumstances as soon as reasonably practicable after entry of the Bar Date Order, with any such mailings deemed timely and the Bar Date being applicable to the recipient creditors. To the extent that any notices are returned as “return to sender” without a forwarding address, the Debtors respectfully request that they should not be required to mail additional notices to such creditors.

## **III. Publication Notice.**

28. In the interest of ensuring that all potential claimants receive adequate notice of the Bar Dates, in addition to providing the Bar Date Notice to known creditors, the Debtors propose to provide notice of the Bar Dates by publication. The Debtors propose to publish the Bar Date Notice as soon as reasonably practicable after entry of the Bar Date Order and in accordance with

Bankruptcy Rule 2002(l), modified for publication in substantially the form annexed as **Exhibit 3** to **Exhibit A** attached hereto (the “Publication Notice”), on one occasion in the *USA Today* (national edition), the *Financial Times* (global edition), and any such other local publications, in English or translated, that the Debtors deem appropriate and disclose in their Affidavit of Service.

29. The proposed Publication Notice includes a telephone number that creditors may call to obtain copies of the Proof of Claim Form, the URL for a website maintained by the Debtors’ noticing agent at which creditors may obtain a copy of a Proof of Claim Form (<https://cases.primeclerk.com/Seadrill>), information concerning the procedures and appropriate deadlines for filing Proofs of Claim, and contact information for the Debtors regarding questions about the Debtors’ claims process.

### **Basis for Relief**

#### **I. Redaction of Certain Confidential Information.**

30. Bankruptcy Rule 5003 requires the clerk of court to maintain a list of claims in a publicly available claims register. Proofs of claim forms, as well as supporting documentation evidencing the claim, often contain personal information such as the creditor’s name and address.

31. Section 107(c)(1) of the Bankruptcy Code provides that:

the bankruptcy court, for cause, may protect an individual, with respect to the following types of information to the extent the court finds that disclosure of such information would create undue risk of identity theft or other unlawful injury to the individual or the individual's property:

(A) [a]ny means of identification . . . contained in a paper filed, or to be filed in a case under [the Bankruptcy Code].

(B) [o]ther information contained in a paper described in subparagraph (A).

Certain of the Debtors' creditors, particularly certain employees, are located in the United Kingdom, which closely regulates the disclosure of certain personal information. Specifically, the Data Protection Act of 1998 (the "DPA"), an English statute, imposes significant constraints on the disclosure of "personally identifiable information," with severe penalties for violations of the Act. If a company is found to be in breach of the DPA, the company may be fined up to £500,000 and be required to take particular action to ensure compliance with the DPA.

32. Thus, the Debtors respectfully submit that cause exists for the Court to authorize employees of the Debtor and their managed non-Debtor affiliates to file a redacted Proof of Claim Form which does not disclose personally identifiable information with the Clerk of Court or Prime Clerk, provided that employees also serve an unredacted Proof of Claim upon the proposed co-counsel to the Debtors, Kirkland & Ellis LLP. If an employee files an unredacted Proof of Claim with Prime Clerk the Debtors will take reasonable steps to redact such information on the publicly-available claims register. Such information could be used to perpetrate identity theft or unlawful injury to an individual and may result in violation of the applicable data privacy laws governing the use of information outside the United States.

**II. Ample Authority Exists to Approve the Bar Dates and the Proposed Procedures for Filing Proofs of Claim in These Chapter 11 Cases.**

33. Bankruptcy Rule 3003(c)(3) generally governs the filing of proofs of claim in a chapter 11 case and provides, in relevant part, that “[t]he court shall fix and for cause shown may extend the time within which proofs of claim or interest may be filed.” Fed. R. Bankr. P. 3003(c)(3). Although Bankruptcy Rule 2002(a)(7) generally provides that all parties in interest must receive, at a minimum, 21-days’ notice of the time fixed for filing proofs of claim pursuant to Bankruptcy Rule 3003(c), neither the Bankruptcy Code, the Bankruptcy Rules, nor the Local Rules specify a time by which proofs of claim must be filed in chapter 11 cases (other than section 502(b)(9) of the Bankruptcy Code relating to governmental units).

34. More specifically, while Bankruptcy Local Rule 3003-1(a) establishes the default rule that a claimant must file a proof of claim in a chapter 11 case within 90 days of the petition date Bankruptcy Local Rule 3003-1(b) provides that this default rule does not apply in complex chapter 11 cases, and these chapter 11 cases have been so designated.<sup>7</sup>

35. It is well recognized that the claims bar date plays an essential role in the twin goals of bankruptcy—preserving a debtor’s going-concern value and maximizing property available to satisfy creditors. See *Bank of Am. Nat’l Trust & Sav. Assoc. v. 203 N. LaSalle St. P’ship*, 526 U.S. 434, 453 (1999). The claims bar date allows the debtor and parties in interest to expeditiously determine and evaluate the liabilities of the estate. The absence of such a deadline, in contrast, would prolong creditor uncertainty, increase the costs and expenses incurred by debtors in connection with the claims reconciliation process, and delay or even derail the claims process, thus

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<sup>7</sup> See *Order Granting Complex Chapter 11 Bankruptcy Case Treatment* [Docket No. 69].

undercutting one of the principal purposes of bankruptcy law—“secur[ing] within a limited period the prompt and effectual administration and settlement of the debtor’s estate.” *See Chemetron Corp. v. Jones*, 72 F.3d 341, 346 (3d Cir. 1995).

36. The Bar Dates are critical to provide the Debtors and parties in interest with additional certainty as to plan distributions in advance of the confirmation hearing in these chapter 11 cases. While the Debtors generally do not intend to impair employee, trade, and other general unsecured claims, the Claims Bar Date will allow the Debtors to identify and address any currently unknown claims that may threaten their reorganization. In other words, the Bar Dates maximize the benefits of the chapter 11 process.

37. Moreover, the Debtors’ proposed procedures provide clear instructions that will help avoid confusion or uncertainty among creditors that might lead them to file unnecessary or protective Proofs of Claim or multiple Proofs of Claim that would cause expense and delay in the claims process for all parties. Additionally, the proposed use of a personalized Proof of Claim Form for all known creditors is designed to both streamline the claims process and provide useful information to creditors as to whether and how their claims are reflected in the Debtors’ Schedules. The proposed procedures are designed to comply with the Bankruptcy Code and provide the Debtors with flexibility in case of the need for supplemental bar dates or situations in which a creditor’s claim status may change during these chapter 11 cases (such as in the event of contract rejections).

### **III. The Proposed Notice Procedures Are Reasonable and Appropriate.**

38. Bankruptcy Rule 2002(a)(7) requires that the Debtors provide claimants at least 21-days’ notice by mail of the Bar Dates pursuant to Bankruptcy Rule 3003(c). Additionally, Bankruptcy Rule 2002(l) provides that the Court may order notice by publication if it finds that

notice by mail is impracticable or it is desirable to supplement other notice. Finally, Bankruptcy Rule 9008 provides that the Court shall determine the form and manner of publication notice, the newspapers used, and the frequency of publication.

39. In conjunction with setting deadlines to file Proofs of Claim, the Debtors must give appropriate notice to interested parties. The Debtors propose to mail the Bar Date Notice to their known creditors and rely on publication to give notice to its unknown creditors. This procedure is consistent with applicable case law. *See, e.g., Mullane v. Central Hanover Bank & Trust Co.*, 339 U.S. 306, 317 (1950).

40. More specifically, where a creditor is known to the debtor, due process requires that the debtor must take reasonable steps, such as direct mailing, to provide actual notice of the deadline for filing proofs of claim. A creditor's identity is "reasonably ascertainable" if that creditor can be identified through "reasonably diligent efforts." *Mennonite Bd. of Missions v. Adams*, 462 U.S. 791, 798 n.4 (1983). But this does not require the debtor to engage in "impracticable and extended searches . . . in the name of due process." *See Mullane*, 339 U.S. at 317–18.

41. The Debtors propose to cause a written notice of the Bar Date Package to be served via email, facsimile, or first class mail on or as soon as reasonably practical after November 10, 2017 and no later than November 17, 2017, to maximize efficiency by providing personalized Proof of Claim Forms based on the Debtor's schedules. This date will provide for approximately 53 to 60-days' notice, which is reasonable and in line with notice provided in cases of similar scope and complexity. *See, e.g., In re SandRidge Energy, Inc.*, No. 16-32488 (DRJ) (Bankr. S.D. Tex. June 30, 2016) (establishing an initial bar date that was 22 days after entry of the bar date order); *In re Midstates Petroleum Corp.*, No. 16-32237 (DRJ) (Bankr. S.D. Tex. June 15, 2016)

(establishing a bar date that was 37 days after entry of the bar date order); *In re Linn Energy, LLC*, No. 16-60040 (DRJ) (Bankr. S.D. Tex. August 4, 2016) (establishing a bar date that was 43 days after entry of the bar date order); *In re CJ Holding Co.*, No. 16-33590 (DRJ) (Bankr. S.D. Tex. September 25, 2016) (establishing a bar date that was 44 days after entry of the bar date order); *In re GenOn Energy, Inc.*, No. 17-33695 (DRJ) (Bankr. S.D. Tex. August 2, 2017) (establishing a bar date that was 44 days after entry of the bar date order); *In re Emas Chiyoda Subsea Limited*, No. 17-31146 (MI) (Bankr. S.D. Tex. March 28, 2017) (establishing a bar date that was 48 days after entry of the bar date order).

42. In addition, requiring entities that are asserting claims pursuant to section 503(b)(9) of the Bankruptcy Code to assert such claims by filing a Proof of Claim on or prior to the Claims Bar Date will ensure that the Debtors have complete information regarding the nature, validity, and amount of such section 503(b)(9) claims while affording such parties appropriate and adequate notice. Moreover, this approach facilitates a more cost-effective and efficient claims process for such creditors and, by obviating the need for the Debtors to file a response to individual administrative expense requests, helps conserve estate resources to the benefit of the Debtors' creditors.

43. The Debtors submit that requiring parties to assert section 503(b)(9) claims by proof of claim on or before the Bar Dates is justified and warranted under the circumstances of these chapter 11 cases. Indeed, this Court routinely fixes bar dates for filing claims under section 503(b)(9) of the Bankruptcy Code. *See, e.g., In re Linn Energy, LLC*, No. 16-60040 (Bankr. S.D. Tex. August 4, 2016); *In re SandRidge Energy, Inc.*, No. 16-32488 (DRJ) (Bankr. S.D. Tex. June 30, 2016); *In re Midstates Petroleum Corp.*, No. 16-32237 (DRJ) (Bankr. S.D. Tex. June 15, 2016); *In re Sherwin Alumina Co.*, No. 16-20012 (DRJ) (Bankr. S.D. Tex. Feb. 10, 2016); *In re*

*RAAM Glob. Energy Co.*, No. 15-35615 (MI) (Bankr. S.D. Tex. Dec. 22, 2015); *In re Autoseis, Inc.*, No. 14-20130 (RSS) (Bankr. S.D. Tex. May 20, 2014).<sup>8</sup>

44. The Debtors submit that the relief requested herein provides for clear notice of the Claims Bar Date (and other Bar Dates as set forth herein) in satisfaction of the requirements of the Bankruptcy Rules and consistent with the underlying policies of the Bankruptcy Code. Accordingly, the Debtors respectfully submit that the Bar Dates and the form and manner of providing notice thereof are appropriate in light of the circumstances, inure to the benefit of all parties in interest, and should be approved.

**Waiver of Bankruptcy Rule 6004(a) and 6004(h)**

45. To implement the foregoing successfully, the Debtors request that the Court enter an order providing that notice of the relief requested herein satisfies Bankruptcy Rule 6004(a) and that the Debtors have established cause to exclude such relief from the 14-day stay period under Bankruptcy Rule 6004(h).

**Notice**

46. Notice of the hearing on the relief requested in the Motion has been provided by the Debtors in accordance and compliance with Bankruptcy Rules 4001 and 9014, as well as the Local Rules, and is sufficient under the circumstances. Without limiting the foregoing, due notice was afforded, whether by facsimile, electronic mail, overnight courier or hand delivery, to parties-in-interest, including (a) the Office of the United States Trustee for the Southern District of Texas; (b) proposed counsel to the Creditor's Committee; (c) the agents for each of the Debtors' secured

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<sup>8</sup> Because of the voluminous nature of the orders cited herein, such orders have not been attached to this Motion. Copies of these orders are available upon request to the Debtors' proposed counsel.

credit facilities; (d) the Bank CoCom; (e) the indenture trustee for each of the Debtors' unsecured notes; (f) the Commitment Parties; (g) counsel to the parties referenced in clauses (c) to (f); (h) the Office of the United States Attorney for the Southern District of Texas; (i) the state attorneys general for states in which the Debtors conduct business; (j) the Internal Revenue Service; (k) the Securities and Exchange Commission; (l) the Environmental Protection Agency and similar state environmental agencies for states in which the Debtors conduct business; and (m) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

*[Remainder of page intentionally left blank.]*

WHEREFORE, the Debtors respectfully request that the Court enter the Order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested in this Motion and granting such other and further relief as is appropriate under the circumstances.

Victoria, Texas  
September 30, 2017

*/s/ Matthew D. Cavanaugh*

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*Proposed Co-Counsel to the Debtors  
and Debtors in Possession*

*Proposed Co-Counsel to the Debtors  
and Debtors in Possession*

**Certificate of Service**

I certify that on September 30, 2017, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

*/s/ Matthew D. Cavanaugh*

\_\_\_\_\_  
Matthew D. Cavanaugh

**Exhibit A**

**Proposed Order**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
VICTORIA DIVISION**

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In re:	)	
	)	Chapter 11
	)	
SEADRILL LIMITED, <i>et al.</i> , <sup>1</sup>	)	Case No. 17-60079 (DRJ)
	)	
Debtors.	)	(Jointly Administered)
	)	
	)	<b>Re: Docket No. ___</b>

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**ORDER (I) SETTING BAR DATES FOR FILING PROOFS  
OF CLAIM, INCLUDING REQUESTS FOR PAYMENT UNDER  
SECTION 503(B)(9), (II) ESTABLISHING AMENDED SCHEDULES  
BAR DATE AND REJECTION DAMAGES BAR DATE, (III) APPROVING  
THE FORM OF AND MANNER FOR FILING PROOFS OF CLAIM, INCLUDING  
SECTION 503(B)(9) REQUESTS, AND (IV) APPROVING NOTICE OF BAR DATES**

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Upon the motion (the “Motion”)<sup>2</sup> of the above-captioned debtors and debtors in possession (together, the “Debtors”) for entry of an order (this “Bar Date Order”) (a) approving the Bar Dates, the Proof of Claim Form, the Bar Date Notice, and the Publication Notice, all as more fully set forth in the Motion, and (b) granting related relief; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order; this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found

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<sup>1</sup> Due to the large number of Debtors in these chapter 11 cases, which the Court has jointly administered, a complete list of the Debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <http://cases.primeclerk.com/Seadrill>. The location of Debtor Seadrill Americas, Inc.’s principal place of business and the Debtors’ service address in these chapter 11 cases is 11025 Equity Drive, Suite 150, Houston, Texas 75201.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion. Except as otherwise defined herein and in the Motion, all terms specifically defined in the Bankruptcy Code shall have those meanings given to them by the Bankruptcy Code. In particular, as used herein: (a) the term “claim” has the meaning given to it in section 101(5) of the Bankruptcy Code; (b) the term “entity” has the meaning given to it in section 101(15) of the Bankruptcy Code; (c) the term “governmental unit” has the meaning given to it in section 101(27) of the Bankruptcy Code; and (d) the term “person” has the meaning given to it in section 101(41) of the Bankruptcy Code.

that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth in this Bar Date Order.

**I. The Bar Dates and Procedures for Filing Proofs of Claim.**

2. Except in the cases of governmental units and certain other exceptions explicitly set forth in this Bar Date Order, each entity that asserts a claim against the Debtors that arose before the Petition Date, including requests for payment under section 503(b)(9) of the Bankruptcy Code, shall be required to file an original, written proof of claim (a "Proof of Claim"), substantially in the form attached hereto as **Exhibit 1** or Official Form 410.<sup>3</sup>

3. Each employee of the Debtors and their managed non-Debtor affiliates that asserts a claim against the Debtors that arose before the Petition Date is authorized to file a Proof of Claim

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<sup>3</sup> Copies of Official Form 410 may be obtained by: (a) calling the Debtors' restructuring hotline at (844) 858-8891 (toll free) or (312) 667-1347 (international); (b) visiting the Debtors' restructuring website at: <https://www.primeclerk.com/Seadrill>; and/or (c) visiting the website maintained by the Court at <http://www.txs.uscourts.gov/bankruptcy>.

that redacts personally identifiable information. Such employees that file a redacted Proof of Claim, are required to serve an unredacted Proof of Claim upon the proposed co-counsel to the Debtors, Kirkland & Ellis LLP, Attn.: Ross M. Kwasteniet, P.C., Brian E. Schartz, and Anthony Grossi.

4. The Debtors are authorized to take reasonable action to prevent employees' personally identifiable information from being publicly available on the claims register.

5. Except in the cases of governmental units and certain other exceptions explicitly set forth in this Bar Date Order, all Proofs of Claim must be filed so that they are actually received by the Clerk of the Court or Prime Clerk on or before **January 10, 2018, at 5:00 p.m., prevailing Central Time** (the "Claims Bar Date"), at the addresses and in the form set forth herein.

6. The Claims Bar Date applies to all types of claims against the Debtors that arose or are deemed to have arisen before the Petition Date, except for claims specifically exempt from complying with the applicable Bar Dates (as defined herein) as set forth this Bar Date Order.

7. All governmental units holding claims (whether secured, unsecured priority, or unsecured non-priority) that arose (or are deemed to have arisen) prior to the Petition Date, including claims for unpaid taxes, whether such claims arise from prepetition tax years or periods or prepetition transactions to which the Debtors were a party, must file such Proofs of Claim so they are actually received by the Clerk of the Court or Prime Clerk on or before **March 12, 2018, at 5:00 p.m., prevailing Central Time** (the "Governmental Bar Date"), at the addresses and in the form set forth herein.

8. Unless otherwise ordered by the Court, all entities asserting claims arising from the rejection of executory contracts and unexpired leases of the Debtors shall file a Proof of Claim on account of such rejection by the later of (a) the Claims Bar Date or the Governmental Bar Date, as

applicable, and (b) 5:00 p.m., prevailing Central time, on the date that is 30 days following entry of an order approving the rejection of any executory contract or unexpired lease of the Debtors (the “Rejection Damages Bar Date”).

9. If the Debtors amend the Schedules after having given notice of the Bar Dates, the Debtors shall give notice by first-class mail of any amendment to holders of claims affected thereby, and the deadline for those holders to file Proofs of Claim, if necessary, shall be the later of (a) the Claims Bar Date or the Governmental Bar Date, as applicable, and (b) 5:00 p.m., prevailing Central time, on the date that is 30 days from the date the notice of the Schedule amendment is mailed (or another time period as may be fixed by the Court) (the “Amended Schedules Bar Date” and, together with the Claims Bar Date, the Governmental Bar Date, and the Rejection Damages Bar Date, as applicable, the “Bar Date” or “Bar Dates”).

10. All Proofs of Claim must be filed so as to be **actually received** by the Clerk of the Court or Prime Clerk on or before the applicable Bar Date. If Proofs of Claim are not received by the Clerk of the Court or Prime Clerk on or before the applicable Bar Date, except in the case of certain exceptions explicitly set forth in this Bar Date Order, the holders of the underlying claims shall be barred from asserting such claims against the Debtors and precluded from voting on any plans of reorganization filed in these chapter 11 cases and/or receiving distributions from the Debtors on account of such claims in these chapter 11 cases.

## **II. Parties Exempted from the Bar Date.**

11. The following categories of claimants shall **not** be required to file a Proof of Claim by the Bar Date:

- a. any entity that already has filed a signed Proof of Claim against the applicable Debtor with the Clerk of the Court or with Prime Clerk in a form substantially similar to Official Form 410;

- b. any entity whose claim is listed on the Schedules if: (i) the claim is *not* scheduled by the Debtors as any of “disputed,” “contingent,” or “unliquidated;” (ii) such entity agrees with the amount, nature, and priority of the claim as set forth in the Schedules; and (iii) such entity 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 entity whose claim has previously been allowed by a final order of the Court;
- d. any Debtor having a claim against another Debtor;
- e. a current employee of the Debtors, for any claim related to wages, commissions, or benefits; *provided* that a current employee must submit a Proof of Claim by the Claims Bar Date for all other claims arising before the Petition Date, including claims for wrongful termination, discrimination, harassment, hostile work environment, and/or retaliation;
- f. any current or former officer, manager, director, or employee for claims based on indemnification, contribution, or reimbursement;
- g. any entity holding a claim for which a separate deadline is fixed by this Court;
- h. any entity holding a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration incurred in the ordinary course, *provided* that any entity asserting a claim entitled to priority under section 503(b)(9) of the Bankruptcy Code must assert such claims by filing a request for payment or a proof of claim on or prior to the Claims Bar Date;
- i. the Prepetition Facility Secured Parties (each as defined in the Cash Collateral Order) as holders of claims for payment of the Prepetition Facility Obligations or for Adequate Protection Payments; and
- j. any holder of a claim for any fees, expenses, or other obligations arising under any interim or final order approving the Debtors’ use of cash collateral.

12. No entity wishing to assert an interest in a Debtor shall be required to file a proof of interest; provided that any such entity wishing to assert a claim, including related to its status as an equity holder, must file a Proof of Claim unless otherwise exempted by this Bar Date Order.

### III. Substantive Requirements of Proofs of Claim.

13. The following requirements shall apply with respect to filing and preparing each Proof of Claim:

- a. **Contents.** Each Proof of Claim must: (i) be legible; (ii) include a claim amount denominated in United States dollars using, if applicable, the exchange rate as of 5:00 p.m., prevailing Central Time, on the Petition Date (and to the extent such claim is converted to United States dollars, state the rate used in such conversion); (iii) conform substantially with the Proof of Claim Form provided by the Debtors or Official Form 410; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant on behalf of the claimant, whether such signature is an electronic signature or is ink.
- b. **Section 503(b)(9) Claim.** Any Proof of Claim asserting a claim entitled to priority under section 503(b)(9) of the Bankruptcy Code must also: (i) include the value of the goods delivered to and received by the Debtors in the 20 days prior to the Petition Date; (ii) attach any documentation identifying the particular invoices for which the 503(b)(9) claim is being asserted; and (iii) attach documentation of any reclamation demand made to the Debtors under section 546(c) of the Bankruptcy Code (if applicable).
- c. **Electronic Signatures Permitted.** Proofs of Claim signed electronically by the claimant or an authorized agent or legal representative of the claimant may be deemed acceptable for purposes of claims administration. Copies of Proofs of Claim, or Proofs of Claim sent by facsimile or electronic mail will not be accepted.
- d. **Identification of the Debtor Entity.** Each Proof of Claim must clearly identify the Debtor against which a claim is asserted, including the individual Debtor's case number. A Proof of Claim filed under the joint administration case number (No. 17-60079) or otherwise without identifying a specific Debtor, will be deemed as filed only against Seadrill Limited.
- e. **Claim Against Multiple Debtor Entities.** Each Proof of Claim must state a claim against *only one* Debtor, clearly indicate the Debtor against which the claim is asserted, and be filed on the claims register of such Debtor. To the extent more than one Debtor is listed on the Proof of Claim, such claim may be treated as if filed only against Seadrill Limited.
- f. **Supporting Documentation.** Each Proof of Claim must include supporting documentation in accordance with Bankruptcy Rules 3001(c) and 3001(d). If, however, such documentation is voluminous, upon prior written consent

of the Debtors' counsel, such Proof of Claim may include a summary of such documentation or an explanation as to why such documentation is not available; *provided* that any creditor that received such written consent shall be required to transmit such documentation to Debtors' counsel upon request no later than ten (10) days from the date of such request.

- g. ***Timely Service.*** Each Proof of Claim must be filed, including supporting documentation so as to be ***actually received*** by either the Clerk of the Court or Prime Clerk as follows: (a) if to the Clerk of the Court, by electronic submission through PACER (Public Access to Court Electronic Records at <http://ecf.txsb.uscourts.gov>), or if submitted through non-electronic means, by U.S. Mail or other hand delivery system at the following address:

Clerk of the Court  
United States Bankruptcy Court  
515 Rusk Street  
Houston, Texas 77002

Correspondence:  
David J. Bradley, Clerk of Court  
P.O. Box 61010  
Houston, Texas 77208

or (b) if to Prime Clerk, by electronic submission through the interface available at <https://cases.primeclerk.com/Seadrill/EPOC-Index>, or if submitted through non-electronic means, by U.S. Mail or other hand delivery system at the following address:

Seadrill Limited Claims Processing Center  
c/o Prime Clerk LLC  
830 Third Avenue, 3rd Floor  
New York, New York 10022

**PROOFS OF CLAIM SUBMITTED BY FACSIMILE OR ELECTRONIC MAIL WILL NOT BE ACCEPTED.**

- h. ***Receipt of Service.*** Claimants wishing to receive acknowledgment that their Proofs of Claim were received by either the Clerk of the Court or Prime Clerk must submit (i) a copy of the Proof of Claim Form (in addition to the original Proof of Claim Form sent to either the Clerk of the Court or Prime Clerk) and (ii) a self-addressed, stamped envelope.

14. Notwithstanding anything to the contrary in this Order, each administrative agent, collateral agent, or indenture trustee ("Prepetition Agent/Trustees") under the Debtors' prepetition

funded debt is authorized to file one master Proof of Claim (any such claim, a “Master Proof of Claim”) on behalf of all holders (“Debt Claim Holder”) of claims under the applicable debt documents (“Debt Claims”). Any such Master Proof of Claim shall have the same effect as if each applicable Debt Claim Holder had individually filed a Proof of Claim against each applicable Debtor on account of such Debt Claim Holder’s Debt Claim. The Prepetition Agents/Trustees shall not be required to file with a Master Proof of Claim any instruments, agreement, or other documents evidencing the obligations referenced in such Master Proof of Claim, which instruments, agreements, or other documents will be provided upon written request to counsel for the applicable Prepetition Agent/Trustee. For administrative convenience, any Master Proof of Claim authorized herein shall be filed in the case of Debtor Seadrill Limited, Case No. 17-60079 (DRJ) (the “Lead Case”), with respect to all amounts asserted in such Master Proof of Claim, and such Master Proof of Claim shall be deemed to be filed and asserted by the applicable entity or entities against every Debtor that is liable for the applicable claim so long as such authorized Master Proof of Claim sets forth in reasonable detail the basis for such claim and, to the extent reasonably possible, the amount asserted against each applicable Debtor. No authorized Master Proof of Claim shall be disallowed, reduced, or expunged on the basis that it is filed only in the Lead Case and only against Debtor Seadrill Limited.

**IV. Procedures for Providing Notice of the Bar Date.**

**A. Mailing of Bar Date Notices.**

15. On or as soon as is reasonably practical after November 10, 2017 and in any event by no later than November 17, 2017, the Debtors shall cause a written notice of the Bar Dates, substantially in the form attached hereto as **Exhibit 2** (the “Bar Date Notice”) and a Proof of Claim

Form (together, the "Bar Date Package") to be served via email, facsimile, or first class mail to the following entities:

- a. the U.S. Trustee;
- b. counsel to the Creditors' Committee;
- c. all creditors and other known holders of claims against the Debtors as of the date of entry of the Bar Date Order, including all entities listed in the Schedules as holding claims against the Debtors;
- d. all entities that have requested notice of the proceedings in these chapter 11 cases pursuant to Bankruptcy Rule 2002 as of the date of the Bar Date Order;
- e. all entities that have filed proofs of claim in these chapter 11 cases as of the date of the Bar Date Order;
- f. all known non-Debtor equity holders of the Debtors as of the date the Bar Date Order is entered;
- g. all entities who are party to executory contracts and unexpired leases with the Debtors;
- h. all entities who are party to litigation with the Debtors;
- i. all current and former employees (to the extent that contact information for former employees is available in the Debtors' records);
- j. all regulatory authorities that regulate the Debtors' businesses, including environmental and permitting authorities;
- k. the Committee of Coordinators appointed under and as defined in that certain appointment letter dated April 20, 2016, among Seadrill Limited and each member thereof, as amended, restated, supplemented, or otherwise modified from time to time (the "Bank CoCom");
- l. counsel to the Bank CoCom;
- m. the commitment parties under that certain Investment Agreement dated September 12, 2017, among Seadrill Limited and the commitment parties thereto (the "Commitment Parties");
- n. counsel to the Commitment Parties;

- o. the Offices of the Attorney General for each of the states in which the Debtors operate;
- p. all taxing authorities for the jurisdictions in which the Debtors maintain or conduct business;
- q. the Securities and Exchange Commission;
- r. the Executive Office for United States Attorneys; and
- s. the Office of the United States Attorney for the Southern District of Texas.

16. The Debtors shall mail notice of the Bar Date Notice only to their known creditors, and such mailing shall be made to the last known mailing address for each such creditor, as reflected in the Debtors' books and records at such time.

17. The Debtors shall provide all known creditors listed in the Debtors' Schedules with a personalized Proof of Claim Form, which will set forth: (a) the identity of the Debtor against which the creditor's claim is scheduled; (b) the amount of the scheduled claim, if any; (c) whether the claim is listed as contingent, unliquidated, or disputed; and (d) whether the claim is listed as secured, unsecured priority, or unsecured non-priority. Each creditor shall have an opportunity to inspect the Proof of Claim Form provided by the Debtors and correct any information that is missing, incorrect, or incomplete. Additionally, any creditor may choose to submit a Proof of Claim on a different form as long as it is substantially similar to Official Form 410.

18. After the initial mailing of the Bar Date Packages, the Debtors may, in their discretion, make supplemental mailings of notices or packages, including in the event that: (a) notices are returned by the post office with forwarding addresses; (b) certain parties acting on behalf of parties in interest decline to pass along notices to these parties and instead return their names and addresses to the Debtors for direct mailing, and (c) additional potential claimants become known after the initial mailing of the Bar Date Package. In this regard, the Debtors may

make supplemental mailings of the Bar Date Package in these and similar circumstances at any time up to 21 days in advance of the Bar Date, with any such mailings being deemed timely and the Bar Date being applicable to the recipient creditors.

19. The Debtors are authorized to arrange for the Bar Date Notice to be translated into Norwegian, Portuguese, and such other languages as deemed appropriate by the Debtors and made available free of charge on the website of the Debtors' proposed claims and noticing agent at <http://cases.primeclerk.com/Seadrill>.

**B. Publication of Bar Date Notice.**

20. The Debtors shall cause notice of the Bar Date Notice to be given by publication to creditors to whom notice by mail is impracticable, including creditors who are unknown or not reasonably ascertainable by the Debtors and creditors whose identities are known but whose addresses are unknown by the Debtors. Specifically, the Debtors shall cause the Bar Date Notice to be published as soon as reasonably practicable after entry of the Bar Date Order, modified for publication in substantially the form annexed hereto as **Exhibit 3** (the "Publication Notice"), on one occasion on one occasion in the *USA Today* (national edition), the *Financial Times* (global edition), and any such other local publications, in English or translated, that the Debtors deem appropriate and disclose in their Affidavit of Service.

**V. Consequences of Failure to File a Proof of Claim.**

21. Any entity who is required, but fails, to file a Proof of Claim in accordance with the Bar Date Order on or before the applicable Bar Date shall be forever barred, estopped, and enjoined from asserting such claim against the Debtors (or filing a Proof of Claim with respect thereto) and the Debtors and their property shall be forever discharged from any and all indebtedness or liability with respect to or arising from such claim. Without limiting the foregoing

sentence, any creditor asserting a claim entitled to priority pursuant to section 503(b)(9) of the Bankruptcy Code that fails to file a proof of claim in accordance with this Bar Date Order shall not be entitled to any priority treatment on account of such claim pursuant to section 503(b)(9) of the Bankruptcy Code, regardless of whether such claim is identified on the Schedules as not contingent, not disputed, and not liquidated.

22. Any such entity who is required, but fails, to file a Proof of Claim in accordance with the Bar Date Order on or before the applicable Bar Date shall be prohibited from voting to accept or reject any chapter 11 plan filed in these chapter 11 cases, participating in any distribution in these chapter 11 cases on account of such claim, or receiving further notices regarding such claim.

**VI. Miscellaneous.**

23. Prime Clerk shall, using the Court's ECF System, at least weekly during these chapter 11 cases electronically file all proofs of claim that Prime Clerk has received or will receive in these cases. Upon receipt of a proof of claim or a transfer of claim, Prime Clerk shall stamp the receipt date and time on the document before filing it with the Court. The Clerk need not physically transfer any claim that she receives electronically to Prime Clerk. The Clerk shall, by using Prime Clerk's overnight express account, transmit to Prime Clerk any paper proof of claim that it receives.

24. Notice of the Bar Dates as set forth in this order and in the manner set forth herein (including, but not limited to, the Bar Date Notice, the Publication Notice, and any supplemental notices that the Debtors may send from time to time) constitutes adequate and sufficient notice of each of the Bar Dates and satisfies the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.

25. The terms and conditions of this Bar Date Order shall be immediately effective and enforceable upon entry of the Bar Date Order.

26. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Bar Date Order in accordance with the Motion.

27. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Bar Date Order.

Victoria, Texas

Dated: \_\_\_\_\_, 2017

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THE HONORABLE DAVID R. JONES  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit 1**

**Proof of Claim Form**

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

**Debtor:** \_\_\_\_\_

**Case Number:** \_\_\_\_\_

**Official Form 410**  
**Proof of Claim**

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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. 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 \_\_\_\_\_

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**2. Has this claim been acquired from someone else?**

No

Yes. From whom? \_\_\_\_\_

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<p><b>3. Where should notices and payments to the creditor be sent?</b></p> <p>Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)</p>	<p><b>Where should notices to the creditor be sent?</b></p>	<p><b>Where should payments to the creditor be sent? (if different)</b></p>
	<p>Contact phone _____</p> <p>Contact email _____</p>	<p>Contact phone _____</p> <p>Contact email _____</p>

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**4. Does this claim amend one already filed?**

No

Yes. Claim number on court claims registry (if known) \_\_\_\_\_

Filed on \_\_\_\_\_

MM / DD / YYYY

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**5. Do you know if anyone else has filed a proof of claim for this claim?**

No

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 credit card.  
 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)?

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

No

Yes. Check one:

<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.	\$ _____

\* Amounts are subject to adjustment on 4/01/19 and every 3 years after that for cases begun on or after the date of adjustment.

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, 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.

**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 \_\_\_\_\_

## Official Form 410

# 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/seadrill>.

### 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:

Seadrill Limited 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**

**Exhibit 2**

**Proposed Bar Date Notice**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
VICTORIA DIVISION**

In re:	)	
	)	Chapter 11
SEADRILL LIMITED, <i>et al.</i> , <sup>1</sup>	)	Case No. 17-60079 (DRJ)
Debtors.	)	(Jointly Administered)

**NOTICE OF DEADLINES FOR THE FILING OF  
PROOFS OF CLAIM, INCLUDING REQUESTS FOR PAYMENT  
PURSUANT TO SECTION 503(B)(9) OF THE BANKRUPTCY CODE**

**TO: ALL PERSONS AND ENTITIES WHO MAY HAVE CLAIMS AGAINST ANY OF  
THE FOLLOWING DEBTOR ENTITIES:**

Debtor	Case No.
Sadrill Limited	Case No. 17-60079 (DRJ)
Eastern Drilling AS	Case No. 17-35367 (DRJ)
North Atlantic Alpha Ltd.	Case No. 17-60082 (DRJ)
North Atlantic Crew AS	Case No. 17-60083 (DRJ)
North Atlantic Crewing Ltd.	Case No. 17-60084 (DRJ)
North Atlantic Drilling Ltd.	Case No. 17-60080 (DRJ)
North Atlantic Drilling UK Ltd.	Case No. 17-35368 (DRJ)
North Atlantic Elara Ltd.	Case No. 17-60085 (DRJ)
North Atlantic Epsilon Ltd.	Case No. 17-60086 (DRJ)
North Atlantic Linus Charterer Ltd.	Case No. 17-60087 (DRJ)
North Atlantic Management AS	Case No. 17-35369 (DRJ)
North Atlantic Navigator Ltd.	Case No. 17-60088 (DRJ)
North Atlantic Norway Ltd.	Case No. 17-60089 (DRJ)
North Atlantic Phoenix Ltd.	Case No. 17-60090 (DRJ)
North Atlantic Support Services Limited	Case No. 17-60091 (DRJ)
North Atlantic Venture Ltd.	Case No. 17-60092 (DRJ)
Scorpion Drilling Ltd.	Case No. 17-60093 (DRJ)
Scorpion Intrepid Ltd.	Case No. 17-60094 (DRJ)
Scorpion Servicios Offshore Ltda	Case No. 17-60095 (DRJ)
Scorpion Vigilant Ltd.	Case No. 17-60096 (DRJ)
Sea Dragon de Mexico S. de R.L. de C.V.	Case No. 17-60097 (DRJ)
Sadrill Abu Dhabi Operations Limited	Case No. 17-60098 (DRJ)
Sadrill Americas, Inc.	Case No. 17-60077 (DRJ)
Sadrill Angola, Lda.	Case No. 17-60099 (DRJ)
Sadrill Aquila Ltd.	Case No. 17-60100 (DRJ)
Sadrill Ariel Ltd.	Case No. 17-60101 (DRJ)
Sadrill Brunei Ltd.	Case No. 17-60102 (DRJ)
Sadrill Callisto Ltd.	Case No. 17-60103 (DRJ)
Sadrill Capital Spares Pool AS	Case No. 17-60104 (DRJ)

<sup>1</sup> Due to the large number of Debtors in these chapter 11 cases, which the Court has jointly administered, a complete list of the Debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' proposed claims and noticing agent at <http://cases.primeclerk.com/Seadrill>. The location of Debtor Seadrill Americas, Inc.'s principal place of business and the Debtors' service address in these chapter 11 cases is 11025 Equity Drive, Suite 150, Houston, Texas 75201.

<b>Debtor</b>	<b>Case No.</b>
Seadrill Carina Ltd.	Case No. 17-60105 (DRJ)
Seadrill Castor Ltd.	Case No. 17-60106 (DRJ)
Seadrill Castor Pte. Ltd.	Case No. 17-60107 (DRJ)
Seadrill Cressida Ltd.	Case No. 17-60108 (DRJ)
Seadrill Deepwater Charterer Ltd.	Case No. 17-60109 (DRJ)
Seadrill Deepwater Crewing Ltd.	Case No. 17-60110 (DRJ)
Seadrill Deepwater Units Pte. Ltd.	Case No. 17-60111 (DRJ)
Seadrill Dorado Ltd.	Case No. 17-60112 (DRJ)
Seadrill Draco Ltd.	Case No. 17-60113 (DRJ)
Seadrill Eclipse Ltd.	Case No. 17-60114 (DRJ)
Seadrill Eminence Ltd.	Case No. 17-60115 (DRJ)
Seadrill Far East Limited	Case No. 17-60116 (DRJ)
Seadrill Freedom Ltd.	Case No. 17-60117 (DRJ)
Seadrill GCC Operations Ltd.	Case No. 17-60118 (DRJ)
Seadrill Gemini Ltd.	Case No. 17-60119 (DRJ)
Seadrill Global Services Ltd.	Case No. 17-60120 (DRJ)
Seadrill Gulf Operations Neptune LLC	Case No. 17-60121 (DRJ)
Seadrill Indonesia Ltd.	Case No. 17-60122 (DRJ)
Seadrill International Resourcing DMCC	Case No. 17-60123 (DRJ)
Seadrill Jack Up Holding Ltd.	Case No. 17-60124 (DRJ)
Seadrill Jack Up I B.V.	Case No. 17-60126 (DRJ)
Seadrill Jack Up II B.V.	Case No. 17-60127 (DRJ)
Seadrill Jupiter Ltd.	Case No. 17-60125 (DRJ)
Seadrill Labuan Ltd.	Case No. 17-60128 (DRJ)
Seadrill Libra Ltd.	Case No. 17-60129 (DRJ)
Seadrill Management (S) Pte. Ltd.	Case No. 17-60130 (DRJ)
Seadrill Management AME Ltd.	Case No. 17-60131 (DRJ)
Seadrill Management Ltd.	Case No. 17-60132 (DRJ)
Seadrill Neptune Hungary Kft.	Case No. 17-60133 (DRJ)
Seadrill Newfoundland Operations Ltd.	Case No. 17-60134 (DRJ)
Seadrill Nigeria Operations Limited	Case No. 17-60135 (DRJ)
Seadrill Offshore AS	Case No. 17-60136 (DRJ)
Seadrill Offshore Malaysia Sdn. Bhd.	Case No. 17-60137 (DRJ)
Seadrill Offshore Nigeria Limited	Case No. 17-60138 (DRJ)
Seadrill Operations de Mexico, S. de R.L. de C.V.	Case No. 17-60139 (DRJ)
Seadrill Orion Ltd.	Case No. 17-60140 (DRJ)
Seadrill Pegasus (S) Pte. Ltd.	Case No. 17-60141 (DRJ)
Seadrill Prospero Ltd.	Case No. 17-60142 (DRJ)
Seadrill Saturn Ltd.	Case No. 17-60143 (DRJ)
Seadrill Servicios de Petroleo Ltda	Case No. 17-60144 (DRJ)
Seadrill Telesto Ltd.	Case No. 17-60145 (DRJ)
Seadrill Tellus Ltd.	Case No. 17-60146 (DRJ)
Seadrill Tucana Ltd.	Case No. 17-60147 (DRJ)
Seadrill UK Ltd.	Case No. 17-60148 (DRJ)
Sevan Brasil Ltd.	Case No. 17-60149 (DRJ)
Sevan Driller Ltd.	Case No. 17-60150 (DRJ)
Sevan Drilling Limited (UK)	Case No. 17-60151 (DRJ)
Sevan Drilling Limited (Bermuda)	Case No. 17-60081 (DRJ)
Sevan Drilling North America LLC	Case No. 17-60078 (DRJ)
Sevan Drilling Pte. Ltd.	Case No. 17-60152 (DRJ)
Sevan Drilling Rig II AS	Case No. 17-60153 (DRJ)
Sevan Drilling Rig II Pte. Ltd.	Case No. 17-60154 (DRJ)
Sevan Drilling Rig V AS	Case No. 17-60155 (DRJ)
Sevan Drilling Rig V Pte. Ltd.	Case No. 17-60156 (DRJ)
Sevan Drilling Rig VI AS	Case No. 17-60157 (DRJ)
Sevan Louisiana Hungary Kft.	Case No. 17-60158 (DRJ)
Sevan Marine Servicios de Perfuracao Ltda	Case No. 17-60159 (DRJ)

**PLEASE TAKE NOTICE THAT:**

On September 12, 2017 (the “Petition Date”), Seadrill Limited and the above-captioned debtors and debtors in possession (together, the “Debtors”) filed voluntary petitions for relief

under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of Texas (the “Court”).

On [\_\_\_\_], 2017 the Court entered an order (the “Bar Date Order”)<sup>2</sup> establishing certain dates by which parties holding prepetition claims against the Debtors must file proofs of claim, including requests for payment pursuant to section 503(b)(9) of the Bankruptcy Code (“Proofs of Claim”).

For your convenience, except with respect to beneficial owners of the Debtors’ debt and equity securities, enclosed with this notice (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 filed in these cases (the “Schedules”). If the Debtors believe that you 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 as listed in the Schedules.

As used in this Notice, the term “entity” has the meaning given to it in section 101(15) of the Bankruptcy Code, and includes all persons, estates, trusts, governmental units, and the Office of the United States Trustee for the Southern District of Texas. In addition, the terms “persons” and “governmental units” are defined in sections 101(41) and 101(27) of the Bankruptcy Code, respectively.

As used in this Notice, the term “claim” means, as to or against the Debtors and in accordance with section 101(5) of 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.

## **I. THE BAR DATES.**

The Bar Date Order establishes the following bar dates for filing Proofs of Claim in these chapter 11 cases (collectively, the “Bar Dates”):

- a. ***Claims Bar Date.*** Except as expressly set forth in this Notice, all entities (except governmental units) holding claims against the Debtors that arose or are deemed to have arisen prior to the commencement of these cases on the Petition Date, including requests for payment pursuant to section 503(b)(9), are required to file Proofs of Claim by **January 10, 2018, at 5:00 p.m., prevailing Central Time.** Except as expressly set forth in this Notice, the 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, and unsecured non-priority claims.

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<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Bar Date Order.

- b. ***Governmental Bar Date.*** All governmental units holding claims against the Debtors that arose or are deemed to have arisen prior to the commencement of these cases on the Petition Date are required to file proofs of claim by **March 12, 2018, at 5:00 p.m., prevailing Central Time.** The Governmental Bar Date applies to all governmental units holding claims against the Debtors (whether secured, unsecured priority, or unsecured non-priority) that arose prior to the Petition Date, including governmental units with claims against the Debtors for unpaid taxes, whether such claims arise from prepetition tax years or periods or prepetition transactions to which the Debtors were a party.
- c. ***Rejection Damages Bar Date.*** Unless otherwise ordered by the Court, all entities holding claims against the Debtors arising from the rejection of executory contracts and unexpired leases of the Debtors are required to file Proofs of Claim by the later of (a) the Claims Bar Date or the Governmental Bar Date, as applicable, and (b) 5:00 p.m., prevailing Central time, on the date that is 30 days following entry of an order approving the rejection of any executory contract or unexpired lease of the Debtors.
- d. ***Amended Schedules Bar Date.*** If, subsequent to the date of this Notice, the Debtors amend or supplement their Schedules to reduce the undisputed, noncontingent, and liquidated amount of a claim listed in the Schedules, to change the nature or classification of a claim against the Debtors reflected in the Schedules, or to add a new claim to the Schedules, the affected creditor is required to file a Proof of Claim or amend any previously filed Proof of Claim in respect of the amended scheduled claim by the later of (a) the Claims Bar Date or the Governmental Bar Date, as applicable, and (b) 5:00 p.m., prevailing Central time, on the date that is 30 days after the date that on which the Debtors mailed notice of the amendment to the Schedules (or another time period as may be fixed by the Court).

## II. WHO MUST FILE A PROOF OF CLAIM.

Except as otherwise set forth herein, the following entities holding claims against the Debtors that arose (or that are deemed to have arisen) prior to the Petition Date ***must*** file Proofs of Claim on or before the Claims Bar Date, Governmental Bar Date, or any other Bar Date set forth in the Bar Date Order, as applicable:

- a. any entity whose claim against a Debtor is ***not*** listed in the applicable Debtor's Schedules or is listed as contingent, unliquidated, or disputed if such entity desires to participate in any of these chapter 11 cases or share in any distribution in any of these chapter 11 cases;
- b. any entity who believes that its claim is improperly classified in the Schedules or is listed in an incorrect amount and who desires to have its claim allowed in a different classification or amount other than that identified in the Schedules;

- c. any entity that believes its prepetition claims as listed in the Schedules is not an obligation of the specific Debtor against which the claim is listed and that desires to have its claim allowed against a Debtor other than that identified in the schedules; and
- d. any entity who believes that its claim against a Debtor is or may be an administrative expense pursuant to section 503(b)(9) of the Bankruptcy Code.

### III. PARTIES WHO DO NOT NEED TO FILE PROOFS OF CLAIM.

Certain parties are not required to file Proofs of Claim. The Court may, however, enter one or more separate orders at a later time requiring creditors to file Proofs of Claim for some kinds of the following claims and setting related deadlines. If the Court does enter such an order, you will receive notice of it. The following entities holding claims that would otherwise be subject to the Bar Dates need *not* file Proofs of Claim:

- a. any entity that already has filed a signed Proof of Claim against the applicable Debtor with the Clerk of the Court or Prime Clerk in a form substantially similar to Official Form 410;
- b. any entity whose claim is listed on the Schedules if: (i) the claim is *not* scheduled by the Debtors as any of “disputed,” “contingent,” or “unliquidated;” (ii) such entity agrees with the amount, nature, and priority of the claim as set forth in the Schedules; and (iii) such entity 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 entity whose claim has previously been allowed by a final order of the Court;
- d. any Debtor having a claim against another Debtor;
- e. a current employee of the Debtors, for any claim related to wages, commissions, or benefits; *provided* that a current employee must submit a Proof of Claim by the Claims Bar Date for all other claims arising before the Petition Date, including claims for wrongful termination, discrimination, harassment, hostile work environment, and/or retaliation;
- f. any current or former officer, manager, director, or employee for claims based on indemnification, contribution, or reimbursement;
- g. any entity holding a claim for which a separate deadline is fixed by this Court;
- h. any entity holding a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration incurred in the ordinary course; *provided* that any entity asserting a claim entitled to priority under section 503(b)(9) of the Bankruptcy Code must assert such claims by filing a request for payment or a proof of claim on or prior to the Claims Bar Date;

- i. the Prepetition Facility Secured Parties (each as defined in the Cash Collateral Order) as holders of claims for payment of the Prepetition Facility Obligations or for Adequate Protection Payments; and
- j. any holder of a claim for any fees, expenses, or other obligations arising under any interim or final order approving the Debtors' use of cash collateral.

No entity wishing to assert an interest in a Debtor shall be required to file a proof of interest; provided that any such entity wishing to assert a claim, including related to its status as an equity holder, must file a Proof of Claim unless otherwise exempted by the Bar Date Order.

#### IV. INSTRUCTIONS FOR FILING PROOFS OF CLAIM.

The following requirements shall apply with respect to filing and preparing each Proof of Claim:

- a. **Contents.** Each Proof of Claim must: (i) be legible; (ii) include a claim amount denominated in United States dollars using, if applicable, the exchange rate as of 5:00 p.m., prevailing Central Time, on the Petition Date (and to the extent such claim is converted to United States dollars, state the rate used in such conversion); (iii) conform substantially with the Proof of Claim Form provided by the Debtors or Official Form 410; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant on behalf of the claimant, whether such signature is an electronic signature or is ink.
- b. **Section 503(b)(9) Claim.** Any Proof of Claim asserting a claim entitled to priority under section 503(b)(9) of the Bankruptcy Code must also: (i) include the value of the goods delivered to and received by the Debtors in the 20 days prior to the Petition Date; (ii) attach any documentation identifying the particular invoices for which the 503(b)(9) claim is being asserted; and (iii) attach documentation of any reclamation demand made to the Debtors under section 546(c) of the Bankruptcy Code (if applicable).
- c. **Electronic Signatures Permitted.** Proofs of Claim signed electronically by the claimant or an authorized agent or legal representative of the claimant may be deemed acceptable for purposes of claims administration. Copies of Proofs of Claim, or Proofs of Claim sent by facsimile or electronic mail will not be accepted.
- d. **Identification of the Debtor Entity.** Each Proof of Claim must clearly identify the Debtor against which a claim is asserted, including the individual Debtor's case number. A Proof of Claim filed under the joint administration case number (No. 17-60079) or otherwise without identifying a specific Debtor, will be deemed as filed only against Seadrill Limited.
- e. **Claim Against Multiple Debtor Entities.** Each Proof of Claim must state a claim against *only one* Debtor, clearly indicate the Debtor against which the claim is asserted, and be filed on the claims register of such Debtor. To the extent more

than one Debtor is listed on the Proof of Claim, such claim may be treated as if filed only against Seadrill Limited.

- f. **Supporting Documentation.** Each Proof of Claim must include supporting documentation in accordance with Bankruptcy Rules 3001(c) and 3001(d). If, however, such documentation is voluminous, upon prior written consent of the Debtors' counsel, such Proof of Claim may include a summary of such documentation or an explanation as to why such documentation is not available; *provided*, that any creditor that received such written consent shall be required to transmit such documentation to Debtors' counsel upon request no later than ten (10) days from the date of such request.
- g. **Timely Service.** Each Proof of Claim must be filed, including supporting documentation so as to be **actually received** by either the Clerk of the Court or Prime Clerk as follows: (a) if to the Clerk of the Court, by electronic submission through PACER (Public Access to Court Electronic Records at <http://ecf.txsb.uscourts.gov>), or if submitted through non-electronic means, by U.S. Mail or other hand delivery system at the following address:

Clerk of the Court  
United States Bankruptcy Court  
515 Rusk Street  
Houston, Texas 77002

Correspondence:  
David J. Bradley, Clerk of Court  
P.O. Box 61010  
Houston, Texas 77208

or (b) if to Prime Clerk, by electronic submission through the interface available at <https://cases.primeclerk.com/Seadrill/EPOC-Index>, or if submitted through non-electronic means, by U.S. Mail or other hand delivery system at the following address:

Seadrill Limited Claims Processing Center  
c/o Prime Clerk LLC  
830 Third Avenue, 3rd Floor  
New York, New York 10022

<b>PROOFS OF CLAIM SUBMITTED BY FACSIMILE OR ELECTRONIC MAIL WILL NOT BE ACCEPTED.</b>
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- h. **Receipt of Service.** Claimants wishing to receive acknowledgment that their Proofs of Claim were received by either the Clerk of the Court or Prime Clerk must submit (i) a copy of the Proof of Claim Form (in addition to the original Proof of Claim Form sent to either the Clerk of the Court or Prime Clerk) and (ii) a self-addressed, stamped envelope.

**V. CONSEQUENCES OF FAILING TO TIMELY FILE YOUR PROOF OF CLAIM.**

Pursuant to the Bar Date Order and in accordance with Bankruptcy Rule 3003(c)(2), if you or any party or entity who is required, but fails, to file a Proof of Claim in accordance with the Bar Date order on or before the applicable Bar Date, please be advised that:

- a. YOU WILL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTORS (OR FILING A PROOF OF CLAIM WITH RESPECT THERETO);
- b. THE DEBTORS AND THEIR PROPERTY SHALL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO OR ARISING FROM SUCH CLAIM;
- c. YOU WILL NOT RECEIVE ANY DISTRIBUTION IN THESE CHAPTER 11 CASES ON ACCOUNT OF THAT CLAIM; AND
- d. YOU WILL NOT BE PERMITTED TO VOTE ON ANY PLAN OR PLANS OF REORGANIZATION FOR THE DEBTORS ON ACCOUNT OF THE BARRED CLAIM OR RECEIVE FURTHER NOTICES REGARDING SUCH CLAIM.

**VI. RESERVATION OF RIGHTS.**

Nothing contained in this Notice is intended to or should be construed as a waiver of the Debtors' right to: (a) dispute, or assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedules as to the nature, amount, liability, or classification thereof; (b) subsequently designate any scheduled claim as disputed, contingent, or unliquidated; and (c) otherwise amend or supplement the Schedules.

**VII. THE DEBTORS' SCHEDULES AND ACCESS THERETO.**

You may be listed as the holder of a claim against one or more of the Debtor entities 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 forms regarding the nature, amount, and status of your claim(s). If the Debtors believe that you may hold claims against more than one Debtor entity, you will receive multiple proof of claim forms, each of which will reflect the nature and amount of your claim against one Debtor entity, 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. However, you may rely on the enclosed form, which sets forth the amount of your claim (if any) as scheduled; identifies the Debtor entity against which it is scheduled; specifies whether your claim is listed in the Schedules as disputed, contingent, or unliquidated; and identifies whether your claim is scheduled as a secured, unsecured priority, or unsecured non-priority claim.

As described above, 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 entity specified by the Debtors, and if your claim is not described 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.

#### **VIII. ADDITIONAL INFORMATION.**

Copies of the Debtors’ Schedules, the Bar Date Order, translations of this notice, the Bar Date Order, and certain other pleadings, orders, and notices, and other information regarding these chapter 11 cases are available for inspection free of charge on the Debtors’ website at <https://cases.primeclerk.com/Seadrill>. The Schedules and other filings in these chapter 11 cases also are available for a fee at the Court’s website at <http://www.txs.uscourts.gov/bankruptcy>. A login identification 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 <http://www.pacer.psc.uscourts.gov>. Copies of the Schedules and other documents filed in these cases also may be examined between the hours of 8:00 a.m. and 5:00 p.m., prevailing Central Time, Monday through Friday, at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the Southern District of Texas (Houston Division), 515 Rusk Street, Houston, Texas 77002.

If you require additional information regarding the filing of a proof of claim, you may contact the Debtors’ restructuring hotline at: (844) 858-8891 (toll free) or (312) 667-1347 (international).

**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.**

Victoria, Texas  
\_\_\_\_\_, 2017

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**JACKSON WALKER L.L.P.**

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*Proposed Co-Counsel to the Debtors  
and Debtors in Possession*

**Exhibit 3**

**Proposed Publication Notice**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
VICTORIA DIVISION**

In re:	)	
	)	Chapter 11
SEADRILL LIMITED, <i>et al.</i> , <sup>1</sup>	)	Case No. 17-60079 (DRJ)
Debtors.	)	(Jointly Administered)

**NOTICE OF DEADLINES FOR THE FILING  
OF PROOFS OF CLAIM, INCLUDING REQUESTS FOR  
PAYMENTS UNDER SECTION 503(B)(9) OF THE BANKRUPTCY CODE**

**THE CLAIMS BAR DATE IS JANUARY 10, 2018**

**THE GOVERNMENTAL CLAIMS BAR DATE IS MARCH 12, 2018**

**PLEASE TAKE NOTICE OF THE FOLLOWING:**

***Deadlines for Filing Proofs of Claim.*** On [\_\_\_\_], 2017, the United States Bankruptcy Court for the Southern District of Texas (the “Court”) entered an order (the “Bar Date Order”) establishing certain deadlines for the filing of proofs of claim, including requests for payment under section 503(b)(9) of the Bankruptcy Code, in the chapter 11 cases of the following debtors and debtors in possession (together, the “Debtors”):

Debtor	Case No.
Seadrill Limited	Case No. 17-60079 (DRJ)
Eastern Drilling AS	Case No. 17-35367 (DRJ)
North Atlantic Alpha Ltd.	Case No. 17-60082 (DRJ)
North Atlantic Crew AS	Case No. 17-60083 (DRJ)
North Atlantic Crewing Ltd.	Case No. 17-60084 (DRJ)
North Atlantic Drilling Ltd.	Case No. 17-60080 (DRJ)
North Atlantic Drilling UK Ltd.	Case No. 17-35368 (DRJ)
North Atlantic Elara Ltd.	Case No. 17-60085 (DRJ)
North Atlantic Epsilon Ltd.	Case No. 17-60086 (DRJ)
North Atlantic Linus Charterer Ltd.	Case No. 17-60087 (DRJ)
North Atlantic Management AS	Case No. 17-35369 (DRJ)
North Atlantic Navigator Ltd.	Case No. 17-60088 (DRJ)
North Atlantic Norway Ltd.	Case No. 17-60089 (DRJ)
North Atlantic Phoenix Ltd.	Case No. 17-60090 (DRJ)
North Atlantic Support Services Limited	Case No. 17-60091 (DRJ)
North Atlantic Venture Ltd.	Case No. 17-60092 (DRJ)
Scorpion Drilling Ltd.	Case No. 17-60093 (DRJ)
Scorpion Intrepid Ltd.	Case No. 17-60094 (DRJ)

<sup>1</sup> Due to the large number of Debtors in these chapter 11 cases, which the Court has jointly administered, a complete list of the Debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <http://cases.primeclerk.com/Seadrill>. The location of Debtor Seadrill Americas, Inc.’s principal place of business and the Debtors’ service address in these chapter 11 cases is 11025 Equity Drive, Suite 150, Houston, Texas 75201.

<b>Debtor</b>	<b>Case No.</b>
Scorpion Servicios Offshore Ltda	Case No. 17-60095 (DRJ)
Scorpion Vigilant Ltd.	Case No. 17-60096 (DRJ)
Sea Dragon de Mexico S. de R.L. de C.V.	Case No. 17-60097 (DRJ)
Seadrill Abu Dhabi Operations Limited	Case No. 17-60098 (DRJ)
Seadrill Americas, Inc.	Case No. 17-60077 (DRJ)
Seadrill Angola, Lda.	Case No. 17-60099 (DRJ)
Seadrill Aquila Ltd.	Case No. 17-60100 (DRJ)
Seadrill Ariel Ltd.	Case No. 17-60101 (DRJ)
Seadrill Brunei Ltd.	Case No. 17-60102 (DRJ)
Seadrill Callisto Ltd.	Case No. 17-60103 (DRJ)
Seadrill Capital Spares Pool AS	Case No. 17-60104 (DRJ)
Seadrill Carina Ltd.	Case No. 17-60105 (DRJ)
Seadrill Castor Ltd.	Case No. 17-60106 (DRJ)
Seadrill Castor Pte. Ltd.	Case No. 17-60107 (DRJ)
Seadrill Cressida Ltd.	Case No. 17-60108 (DRJ)
Seadrill Deepwater Charterer Ltd.	Case No. 17-60109 (DRJ)
Seadrill Deepwater Crewing Ltd.	Case No. 17-60110 (DRJ)
Seadrill Deepwater Units Pte. Ltd.	Case No. 17-60111 (DRJ)
Seadrill Dorado Ltd.	Case No. 17-60112 (DRJ)
Seadrill Draco Ltd.	Case No. 17-60113 (DRJ)
Seadrill Eclipse Ltd.	Case No. 17-60114 (DRJ)
Seadrill Eminence Ltd.	Case No. 17-60115 (DRJ)
Seadrill Far East Limited	Case No. 17-60116 (DRJ)
Seadrill Freedom Ltd.	Case No. 17-60117 (DRJ)
Seadrill GCC Operations Ltd.	Case No. 17-60118 (DRJ)
Seadrill Gemini Ltd.	Case No. 17-60119 (DRJ)
Seadrill Global Services Ltd.	Case No. 17-60120 (DRJ)
Seadrill Gulf Operations Neptune LLC	Case No. 17-60121 (DRJ)
Seadrill Indonesia Ltd.	Case No. 17-60122 (DRJ)
Seadrill International Resourcing DMCC	Case No. 17-60123 (DRJ)
Seadrill Jack Up Holding Ltd.	Case No. 17-60124 (DRJ)
Seadrill Jack Up I B.V.	Case No. 17-60126 (DRJ)
Seadrill Jack Up II B.V.	Case No. 17-60127 (DRJ)
Seadrill Jupiter Ltd.	Case No. 17-60125 (DRJ)
Seadrill Labuan Ltd.	Case No. 17-60128 (DRJ)
Seadrill Libra Ltd.	Case No. 17-60129 (DRJ)
Seadrill Management (S) Pte. Ltd.	Case No. 17-60130 (DRJ)
Seadrill Management AME Ltd.	Case No. 17-60131 (DRJ)
Seadrill Management Ltd.	Case No. 17-60132 (DRJ)
Seadrill Neptune Hungary Kft.	Case No. 17-60133 (DRJ)
Seadrill Newfoundland Operations Ltd.	Case No. 17-60134 (DRJ)
Seadrill Nigeria Operations Limited	Case No. 17-60135 (DRJ)
Seadrill Offshore AS	Case No. 17-60136 (DRJ)
Seadrill Offshore Malaysia Sdn. Bhd.	Case No. 17-60137 (DRJ)
Seadrill Offshore Nigeria Limited	Case No. 17-60138 (DRJ)
Seadrill Operations de Mexico, S. de R.L. de C.V.	Case No. 17-60139 (DRJ)
Seadrill Orion Ltd.	Case No. 17-60140 (DRJ)
Seadrill Pegasus (S) Pte. Ltd.	Case No. 17-60141 (DRJ)
Seadrill Prospero Ltd.	Case No. 17-60142 (DRJ)
Seadrill Saturn Ltd.	Case No. 17-60143 (DRJ)
Seadrill Servicios de Petroleo Ltda	Case No. 17-60144 (DRJ)
Seadrill Telesto Ltd.	Case No. 17-60145 (DRJ)
Seadrill Tellus Ltd.	Case No. 17-60146 (DRJ)
Seadrill Tucana Ltd.	Case No. 17-60147 (DRJ)
Seadrill UK Ltd.	Case No. 17-60148 (DRJ)
Sevan Brasil Ltd.	Case No. 17-60149 (DRJ)
Sevan Driller Ltd.	Case No. 17-60150 (DRJ)
Sevan Drilling Limited (UK)	Case No. 17-60151 (DRJ)
Sevan Drilling Limited (Bermuda)	Case No. 17-60081 (DRJ)
Sevan Drilling North America LLC	Case No. 17-60078 (DRJ)
Sevan Drilling Pte. Ltd.	Case No. 17-60152 (DRJ)
Sevan Drilling Rig II AS	Case No. 17-60153 (DRJ)
Sevan Drilling Rig II Pte. Ltd.	Case No. 17-60154 (DRJ)
Sevan Drilling Rig V AS	Case No. 17-60155 (DRJ)
Sevan Drilling Rig V Pte. Ltd.	Case No. 17-60156 (DRJ)

Debtor	Case No.
Sevan Drilling Rig VI AS	Case No. 17-60157 (DRJ)
Sevan Louisiana Hungary Kft.	Case No. 17-60158 (DRJ)
Sevan Marine Servicos de Perfuracao Ltda	Case No. 17-60159 (DRJ)

***The Bar Dates.*** Pursuant to the Bar Date Order, *all* entities (except governmental units), including individuals, partnerships, estates, and trusts who have a claim or potential claim against the Debtors that arose prior to September 12, 2017, no matter how remote or contingent such right to payment or equitable remedy may be, ***including*** requests for payment under section 503(b)(9) of the Bankruptcy Code, **MUST FILE A PROOF OF CLAIM** on or before **January 10, 2018, at 5:00 p.m., prevailing Central Time** (the “Claims Bar Date”). Governmental entities who have a claim or potential claim against the Debtors that arose prior to September 12, 2017, no matter how remote or contingent such right to payment or equitable remedy may be, **MUST FILE A PROOF OF CLAIM** on or before **March 12, 2018, at 5:00 p.m., prevailing Central Time** (the “Governmental Bar Date”).

**ANY PERSON OR ENTITY WHO FAILS TO FILE A PROOF OF CLAIM, INCLUDING ANY REQUEST FOR PAYMENT UNDER SECTION 503(B)(9) OF THE BANKRUPTCY CODE ON OR BEFORE THE CLAIMS BAR DATE OR GOVERNMENTAL BAR DATE, AS APPLICABLE, SHALL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH CLAIM FOR THE PURPOSES OF VOTING AND DISTRIBUTION ON ANY CHAPTER 11 PLAN.**

***Filing a Proof of Claim.*** Each Proof of Claim must be filed, including supporting documentation so as to be ***actually received*** by either the Clerk of the Court or Prime Clerk as follows: (a) if to the Clerk of the Court, by electronic submission through PACER (Public Access to Court Electronic Records at <http://ecf.txsb.uscourts.gov>), or if submitted through non-electronic means, by U.S. Mail or other hand delivery system at the following address:

Clerk of the Court  
United States Bankruptcy Court  
United States Courthouse  
515 Rusk Avenue  
Houston, Texas 77002

Correspondence:  
David J. Bradley, Clerk of Court  
P.O. Box 61010  
Houston, Texas 77208

or (b) if to Prime Clerk, by electronic submission through the interface available at <https://cases.primeclerk.com/Seadrill/EPOC-Index>, or if submitted through non-electronic means, by U.S. Mail or other hand delivery system at the following address:

Seadrill Limited Claims Processing Center  
c/o Prime Clerk LLC  
830 Third Avenue, 3rd Floor  
New York, New York 10022

**PROOFS OF CLAIM SUBMITTED BY FACSIMILE OR  
ELECTRONIC MAIL WILL NOT BE ACCEPTED.**

***Contents of Proofs of Claim.*** Each Proof of Claim must: (i) be legible; (ii) include a claim amount denominated in United States dollars using, if applicable, the exchange rate as of 5:00 p.m., prevailing Central Time, on the Petition Date (and to the extent such claim is converted to United States dollars, state the rate used in such conversion); (iii) conform substantially with the Proof of Claim Form provided by the Debtors or Official Form 410; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant on behalf of the claimant, whether such signature is an electronic signature or is ink. ***Please note*** that each proof of claim must state a claim against only one Debtor, clearly indicate the specific Debtor against which the claim is asserted be filed on the claims register of such Debtor. To the extent more than one Debtor is listed on the proof of claim, a proof of claim is treated as if filed only against Seadrill Limited, or if a proof of claim is otherwise filed without identifying a specific Debtor, the proof of claim may be deemed as filed only against Seadrill Limited.

***Electronic Signatures Permitted.*** Proofs of claim signed electronically by the claimant or an authorized agent or legal representative of the claimant may be deemed acceptable for purposes of claims administration. Copies of proofs of claim or proofs of claim sent by facsimile or electronic mail will not be accepted.

***Section 503(b)(9) Requests for Payment.*** Any proof of claim and/or priority asserting a claim arising under section 503(b)(9) of the Bankruptcy Code must also (i) include the value of the goods delivered to and received by the Debtors in the 20 days prior to the Petition Date; (ii) attach any documentation identifying the particular invoices for which such 503(b)(9) claim is being asserted; and (iii) attach documentation of any reclamation demand made to the Debtors under section 546(c) of the Bankruptcy Code (if applicable).

***Additional Information.*** If you have any questions regarding the claims process and/or you wish to obtain a copy of the Bar Date Notice, a proof of claim form, or translations of this notice, the Bar Date Notice, the Bar Date Order, or certain other pleadings, orders, and notices, or related documents you may do so by: **(a) calling the Debtors' restructuring hotline at (844) 858-8891 (toll free) or (312) 667-1347 (international); and/or (b) visiting the Debtors' restructuring website at: <https://cases.primeclerk.com/Seadrill>.**