

## NORDIC TRUSTEE

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Denne melding til obligasjonseierne er kun utarbeidet på engelsk. For informasjon vennligst kontakt Nordic Trustee AS.

### To the bondholders in:

- ISIN: NO 001069241.1, FRN North Atlantic Drilling Ltd. Senior Unsecured Bond Issue 2013/2018 (the "NADL 2013 Bonds");
- ISIN: NO 001067314.8, FRN Seadrill Limited Senior Unsecured Bond Issue 2013/2018 (the "SL 2013 Bonds"); and
- ISIN: NO 001070579.1, FRN Seadrill Limited Senior Unsecured Bond Issue 2014/2019 (the "SL 2014 Bonds," and together with the NADL 2013 Bonds and SL 2013 Bonds, the "Bonds")

Oslo, 27 April 2018

### Information to Bondholders

Nordic Trustee AS (the "**Bond Trustee**") acts as trustee for the holders (the "**Bondholders**") of the Bonds issued by North Atlantic Drilling Ltd. ("**NADL**") and Seadrill Limited ("**Seadrill**," and together with NADL, the "**Issuers**") pursuant to: (i) the bond agreement dated October 30, 2013, as amended and restated by the First Amendment and Restatement Agreement dated February 13, 2015 (the "**NADL 2013 Bond Agreement**"); (ii) the bond agreement dated March 11, 2013 (the "**SL 2013 Bond Agreement**"); and (iii) the bond agreement dated March 17, 2014 (the "**SL 2014 Bond Agreement**"). As you were previously advised, on September 12, 2017 (the "**Petition Date**"), the Issuers and certain of their affiliates (the "**Debtors**") filed voluntary petitions under Chapter 11 of the United States Code, Title 11 (the "**Bankruptcy Code**") in the United States Bankruptcy Court for the Southern District of Texas (the "**Court**"). The Debtors' cases (the "**Cases**") are jointly administered under Main Case No. 17-60079 (DRJ).

Reference is made to the information letter dated 21 March 2018 ("**March 2018 Letter**"). Unless otherwise stated, all capitalised terms used but not defined herein shall have the meaning assigned to them in the Plan, the Disclosure Statement and the March 2018 Letter.

**VIKTIG INFORMASJON – Dette dokumentet beskriver en vesentlig del av verdien for obligasjonseierne i restruktureringen, som man kan gå glipp av ved å forholde seg passiv. De som ikke har lovmessig mulighet til å delta i tegningsrettene kan få en kontantkompensasjon ved å erklære dette innen utgangen av tegningsperioden.**

**IMPORTANT INFORMATION – This document describes a significant part of the recovery for the Bondholders in the restructuring, which can be lost by being passive. Those who do not have the legal opportunity to participate in the subscription rights offering can get a cash compensation by certifying this by the Subscription Expiration Deadline.**

## Plan confirmation

On April 17, 2018, the Court confirmed the Plan.

The below information is provided only as a **summary** of publicly available information, and Bondholders should carefully review the Plan, Disclosure Statement, and Rights Offering Documents. All of the documents and information mentioned below are available free of charge through the Debtors' claims and noticing agent, Prime Clerk, at the following link: <https://cases.primeclerk.com/seadrill/>.

## Significant Dates

The following timeline applies with respect to the subscription period:

- The Subscription Commencement Date with respect to the Rights Offerings will be 7 May 2018.
- The Subscription Expiration Deadline with respect to the Rights Offerings will be announced on the Subscription Commencement Date.

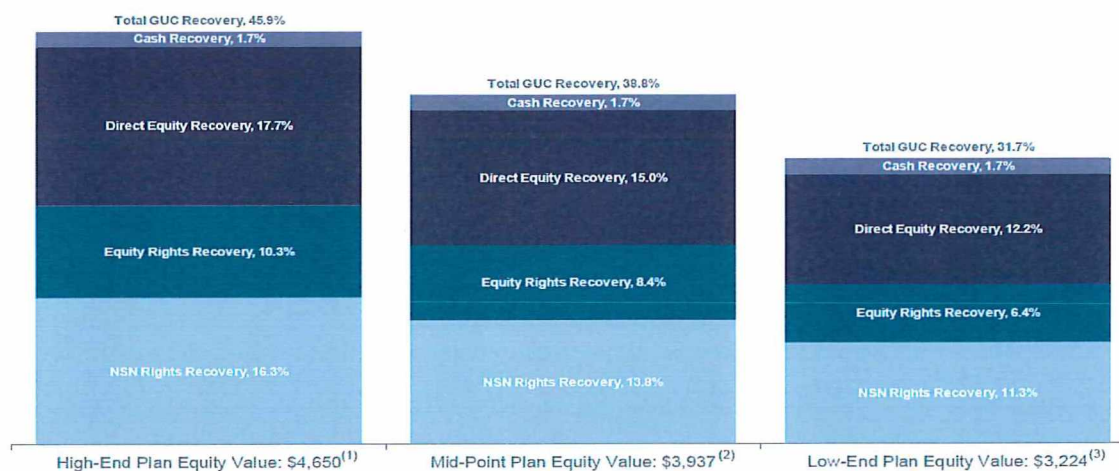
## Plan Distributions

The Plan Distributions are described in the March 2018 Letter. As can be seen in the chart below, prepared by Perella Weinberg Partners, advisors to the official committee of unsecured creditors (the "Committee"), on a non-reliance basis, a significant part of the recovery for an "Eligible Holder" is the ability to participate in a Note Rights Offering and/or an Equity Rights Offering, or in case of a "Certified Non-Eligible Holder" to receive cash compensation. **All Bondholders will have to take active steps to take part in this portion of the overall recovery, as described below.**

## Components of Other GUC Recovery

(\$ in millions)

### OTHER GUC RECOVERIES BY COMPONENT



Although the Debtors' estimate of Allowed General Unsecured Claims is generally the result of the Debtors' and their advisors' careful analysis of available information, Allowed General Unsecured Claims actually asserted against the Debtors may be higher or lower than the Debtors' estimate provided herein, which difference could be material.

The securities in the Rights Offerings are offered at prices substantially below the Debtors' range of values for its New Equity contained in the Disclosure Statement. **Actual values for the New Secured Notes and New Equity may be materially different from those projected in the Disclosure Statement. Accordingly, actual recoveries for the different Bonds may be materially different from those projected in the Disclosure Statement.**

Due to certain securities law restrictions not all Bondholders will qualify as Note Eligible Holders or Equity Eligible Holders. The Disclosure Statement provides detail on who are eligible to participate in the Rights Offerings, and a summary was given in the March 2018 Letter.

Certified Non-Eligible Holders will as compensation in lieu of Subscription Rights get up to 10 percent of their applicable General Unsecured Claim as described in the March 2018 Letter. Certified Non-Eligible Holders and Eligible Holders who are not willing or able to participate in the Rights Offerings may consider selling their claims **prior to 3 May 2018 (so that trades can be settled prior to 7 May 2018)**. Please note that Subscription Rights may not be separated from the Bonds, and cannot be separately traded. **No recommendation as to whether you should buy any securities or whether you should sell or retain your Bonds is made.**

Please note that only Note Eligible Holders as of the Subscription Commencement Date will be eligible to participate in the Note Rights Offering ("**NSN Record Date**"). The subscription rights will not be transferred with Bonds sold after the NSN Record Date.

Please also note that the New Secured Notes issued under the Note Rights Offering will only be held through DTC<sup>1</sup>, and all holders will need to have a brokerage or similar account into which securities held through DTC may be deposited in order to obtain the New Secured Notes. New Equity that is offered in combination with New Secured Notes pursuant to the Note Rights Offering will be restricted. This means that that New Equity that is offered in combination with New Secured Notes may not be freely tradable under United States securities laws upon issuance.

#### Further Information

Further details about the Rights Offerings and the subscription procedure will be given in an update to be published on [www.stamdata.com](http://www.stamdata.com) in due course.

The Bond Trustee intends to provide further details about the Rights Offering and the subscription procedures in due course. Questions regarding rights offering procedures, or requests for documents, may be directed Prime Clerk by: (i) writing to Seadrill Ballot Processing, c/o Prime Clerk LLC, 830 Third Avenue, 3rd Floor, New York, New York 10022; (ii) emailing [seadrillrightsoffering@primeclerk.com](mailto:seadrillrightsoffering@primeclerk.com); or (iii) calling the Debtors' restructuring hotline at 800-25-030 (Norway Toll Free) or 844-858-8891 (US Toll Free).

The Bond Trustee will from time to time provide additional information on [www.stamdata.com](http://www.stamdata.com). This will include additional information related to the Rights Offerings to be published in connection with the

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<sup>1</sup> The Depository Trust Company, a securities depository based in the U.S.

subscription period. Updates of this document may be uploaded to [www.stamdata.com](http://www.stamdata.com) without being distributed to the Bondholders by mail.

#### Retention of Professionals

The Bond Trustee has retained the U.S. law firm of Bryan Cave LLP, and specifically, Stephanie Wickouski, Esq., to represent the Bond Trustee in connection with the Bonds and the Cases. Ms. Wickouski's contact information is:

Stephanie Wickouski, Esq.  
1290 Avenue of the Americas  
New York, New York 10104  
Telephone: +1 (212) 541-1114  
Email: [stephanie.wickouski@bryancave.com](mailto:stephanie.wickouski@bryancave.com)

The Bond Trustee and its counsel will continue to monitor the case and notify Bondholders of significant developments in the case. While the Bond Trustee will endeavour to keep Bondholders informed of major developments that will affect their Bonds, the Bond Trustee does not intend to provide regular updates to the Cases.

Bondholders should not rely on the Bond Trustee as their sole source of information.

**Information about the Cases and updates to the Court docket is available free of charge through the Debtors' claims and noticing agent, Prime Clerk, at the following link: <https://cases.primeclerk.com/seadrill/>.**

You may also contact the Committee at [SeadrillUCCinquiry@kramerlevin.com](mailto:SeadrillUCCinquiry@kramerlevin.com).

#### Communications to the Trustee

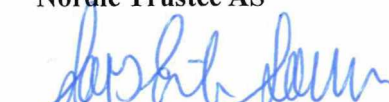
For further questions to the Bond Trustee, please contact:

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Email: [lundberg@nordictrustee.com](mailto:lundberg@nordictrustee.com)

Lars Erik Lærum  
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Email: [laerum@nordictrustee.com](mailto:laerum@nordictrustee.com)

As you were previously advised, the Bond Trustee was appointed as a member of the Committee on September 12, 2017. As a Committee member, the Bond Trustee actively participated in the negotiations which culminated in the Debtors' proposed Plan and Disclosure Statement. Please note that the Bond Trustee can not comment on the work of the Committee, as this may be confidential information.

Yours sincerely,  
**Nordic Trustee AS**

  
Lars Erik Lærum