

**PACIFIC DRILLING V LIMITED**

Balance Sheets  
(in thousands) (unaudited)

	<b>March 31, 2014</b>	<b>December 31, 2013</b>
	<u>2014</u>	<u>2013</u>
<b>Assets:</b>		
Cash and cash equivalents.....	\$ 2,677	\$ 1,309
Accounts receivable.....	30,518	70,255
Intercompany receivable.....	170,659	111,495
Materials and supplies.....	11,113	10,673
Deferred financing costs.....	2,340	2,294
Current portion of deferred costs.....	11,990	11,582
Prepaid expenses and other current assets.....	808	501
Total current assets.....	<u>230,105</u>	<u>208,109</u>
Property and equipment, net.....	660,926	670,714
Deferred financing costs.....	7,231	7,833
Other assets.....	10,987	13,551
Total assets.....	<u>\$ 909,249</u>	<u>\$ 900,207</u>
<b>Liabilities and shareholders' equity:</b>		
Accounts payable.....	\$ 2,735	\$ 7,761
Intercompany payable.....	87,540	76,699
Accrued expenses.....	1,698	4,190
Accrued interest.....	12,083	3,021
Current portion of deferred revenue.....	31,596	30,545
Total current liabilities.....	<u>135,652</u>	<u>122,216</u>
Long-term debt.....	498,007	497,892
Deferred revenue.....	22,594	29,207
Total long-term liabilities.....	<u>520,601</u>	<u>527,099</u>
Commitments and contingencies		
Shareholders' equity:		
Additional paid-in capital.....	260,904	260,904
Accumulated deficit.....	(7,908)	(10,012)
Total shareholders' equity.....	<u>252,996</u>	<u>250,892</u>
Total liabilities and shareholders' equity.....	<u>\$ 909,249</u>	<u>\$ 900,207</u>

**PACIFIC DRILLING V LIMITED**

Statements of Operations  
(in thousands) (unaudited)

	<b>Three Months Ended March 31,</b>	
	<b>2014</b>	<b>2013</b>
<b>Revenues</b>		
Contract drilling.....	\$ 38,980	\$ —
<b>Costs and expenses</b>		
Operating expenses.....	(16,256)	—
Intercompany expenses.....	(2,571)	(1,294)
Depreciation expense.....	(8,327)	—
	<u>(27,154)</u>	<u>(1,294)</u>
<b>Operating income (loss).....</b>	11,826	(1,294)
<b>Other income (expense)</b>		
Interest expense.....	(9,734)	—
Other income (expense).....	12	(82)
	<u>12</u>	<u>(82)</u>
<b>Net income (loss).....</b>	<u>\$ 2,104</u>	<u>\$ (1,376)</u>

Note to Statements of Operations: the three months ended March 31, 2014 and March 31, 2013 include 90 and 0 days of revenues and contract drilling expenses, respectively. Each period presented includes a full three months of non-capitalizable corporate overhead costs.

**PACIFIC DRILLING V LIMITED**

Statements of Cash Flows  
(in thousands) (unaudited)

	<b>For the Three Months Ended March 31,</b>	
	<b>2014</b>	<b>2013</b>
<b>Cash flow from operating activities:</b>		
Net income (loss).....	\$ 2,104	\$ (1,376)
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:		
Depreciation expense.....	8,327	—
Amortization of deferred revenue.....	(8,010)	—
Amortization of deferred costs.....	2,973	—
Amortization of deferred financing costs.....	556	—
Amortization of debt discount.....	115	—
Changes in operating assets and liabilities:		
Accounts receivable.....	39,737	—
Materials and supplies.....	(440)	(1,857)
Prepaid expenses and other assets.....	(1,124)	(37)
Accounts payable and accrued expenses.....	198	(1,170)
Deferred revenue.....	9,061	—
Net cash provided by (used in) operating activities.....	53,497	(4,440)
<b>Cash flow from investing activities:</b>		
Capital expenditures.....	(3,806)	(10,734)
Net cash used in investing activities.....	(3,806)	(10,734)
<b>Cash flow from financing activities:</b>		
Deferred financing costs.....	—	(294)
Contributed capital from parent.....	—	5,906
Intercompany, net.....	(48,323)	(61,902)
Net cash used in financing activities.....	(48,323)	(56,290)
Increase (decrease) in cash and cash equivalents.....	1,368	(71,464)
Cash and cash equivalents, beginning of period.....	1,309	235,670
Cash and cash equivalents, end of period.....	\$ 2,677	\$ 164,206