

SEADRILL LTD  
Form 6-K  
January 31, 2017

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13A-16 OR 15D-16 OF THE SECURITIES  
EXCHANGE ACT OF 1934

For the month of January 2017

Commission File Number 001-34667

SEADRILL LIMITED

Par-la-Ville Place, 4th Floor  
14 Par-la-Ville Road  
Hamilton HM 08 Bermuda  
(441)295-6935  
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F ☒ Form 40-F ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ☐.

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ☐.

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

INFORMATION CONTAINED IN THIS FORM 6-K REPORT

Attached hereto as Exhibit 99.1 is a copy of the press release of Seadrill Limited (the "Company"), dated January 31, 2017, providing an update on the Company's debt restructuring.

Attached hereto as Exhibit 99.2 is a copy of the Company's presentation, dated December 9, 2016, to certain of its bondholders.

Attached hereto as Exhibit 99.3 is a copy of an informal restructuring proposal, dated December 15, 2016, to the Company by certain of its bondholders.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

SEADRILL LIMITED  
(Registrant)

Dated: January 31, 2017 By: /s/ Georgina Sousa  
Georgina Sousa  
Secretary

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EXHIBIT 99.1

SDRL – Restructuring update

Hamilton, Bermuda, January 31, 2017 - Seadrill Limited ("SDRL" or "the Company") has filed a 6K today detailing the status of negotiations with its secured lending banks, unsecured bondholders, and potential new money investors. Over the past year we have had substantial dialogue with our secured lenders to amend and extend c.USD8 billion in first lien secured debt. During the second half of last year, we began to engage with potential new money investors, including Hemen Holdings Ltd. In December 2016, we formally engaged with an ad hoc committee of bondholders, and agreed that by January 31 2017 we would release through a 6k filing agreed material non-public information disclosed to the ad hoc committee of bondholders, including the Company's latest restructuring proposal and the last proposal that the Company has received from the ad hoc committee. Those materials are attached as exhibits to this release. Members of the bondholder ad hoc committee have indicated they will consider re-restricting at a future point to again try to work towards an agreement.

The key goals of the Company's restructuring continue to be building a bridge to a recovery and achieving a sustainable capital structure. Based on these considerations, the Company proposed that this be achieved by:

1. Extending bank maturities to mature in the period from 2021 to 2023, reducing fixed amortization and amending financial covenants;
2. Extending the maturity of unsecured claims to mature in the period from 2025 to 2028; and
3. Raising at least \$1.0 billion in new capital.

Discussions with the banks, potential new money investors, the ad hoc committee of bondholders, and Hemen Holdings Ltd are continuing. The Company is targeting reaching an agreement on a consensual, comprehensive restructuring prior to the maturity of the West Eminence facility on April 30, 2017. Assuming we achieve this target, we expect the implementation of an agreement to occur during the second quarter of 2017. We are also actively preparing various contingency plans in the event we do not reach a consensual agreement. While discussions with the banks, potential new money investors, the advisors to the ad hoc committee of bondholders and Hemen Holdings Ltd are continuing, the Company has not yet reached an agreement amongst all counterparties. We expect that any comprehensive agreement that would be based on raising significant new capital is likely to result in significant dilution to current shareholders and potential losses for other financial stakeholders.

Per Wulff, CEO and President of Seadrill Management Ltd. comments: "These negotiations have proved to be more complex than we had originally anticipated. Nevertheless, key stakeholders have demonstrated a clear desire to be part of a solution and with the right structure and terms we believe there is significant capital available to us. Seadrill is a great company with excellent people, assets and customers and we look forward to concluding a transaction that ensures Seadrill continues to be well positioned for the eventual recovery in the industry."

FORWARD LOOKING STATEMENTS

This news release includes forward looking statements. Such statements are generally not historical in nature, and specifically include statements about the Company's plans, strategies, business prospects, changes and trends in its business and the markets in which it operates. These statements are made based upon management's current plans, expectations, assumptions and beliefs concerning future events impacting the Company and therefore involve a number of risks, uncertainties and assumptions that could cause actual results to differ materially from those expressed or implied in the forward-looking statements, which speak only as of the date of this news release. Consequently, no forward-looking statement can be guaranteed. When considering these forward-looking statements, you should keep in mind the risks described from time to time in the Company's filings with the Securities and Exchange Commission, including its Annual Report on Form 20-F (File No. 001-34667). The Company undertakes no obligation to update any forward looking statements to reflect events or circumstances after the date on which such statement is made or to reflect the occurrence of unanticipated events. New factors emerge from time to time, and it is not possible for the Company to predict all of these factors. Further, the Company cannot assess the impact of each such factor on its business or the extent to which any factor, or combination of factors, may cause actual results to be materially different from those contained in any forward looking statement.

This information is subject of the disclosure requirements pursuant to section 5-12 of the Norwegian Securities Trading Act.



EXHIBIT 99.2

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EXHIBIT 99.3

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