

Pacific Drilling Operations Ltd
Form 4
August 31, 2017

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
PACIFIC DRILLING S.A.

2. Issuer Name **and** Ticker or Trading
Symbol
HYPERDYNAMICS CORP
[HDYN]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
8-10, AVENUE DE LA GARE,
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/29/2017

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

L-1610 LUXEMBOURG, N4

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
X Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$0.001 par value	08/29/2017		P		1,369,864	A	11 4,677,450
						I	Through subsidiary (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
number.**

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Common Stock Warrants (Right to Buy)	\$ 1.825	08/29/2017		P		1,369,864		08/29/2017	08/29/2019	Common Stock	1,020,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PACIFIC DRILLING S.A. 8-10, AVENUE DE LA GARE L-1610 LUXEMBOURG, N4		X		
Pacific Drilling Operations Ltd 11700 KATY FREEWAY SUITE 175 HOUSTON, TX 77079		X		

Signatures

Pacific Drilling S.A. /s/ Kelly C. Simoneaux, pursuant to a power of attorney 08/31/2017

**Signature of Reporting Person Date

Pacific Drilling Operations Limited /s/ Kelly C. Simoneaux, pursuant to a power of attorney

08/31/2017

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The reported securities are included within 1,369,864 Units purchased by the Reporting Person for \$1.46 per Unit. Each Unit consists of one share of the Issuer's Common Stock and a Warrant to purchase three-quarters (3/4) of a share of the Issuer's Common Stock.
- (2) The Common Stock and Warrants are held by Pacific Drilling Operations Limited, a wholly-owned subsidiary of Pacific Drilling S.A.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.