

PACIFIC DRILLING S.A.

FORM 8-A12B (Securities Registration (section 12(b)))

Filed 11/09/11

Telephone	NONE
CIK	0001517342
Symbol	PACD
SIC Code	1381 - Drilling Oil and Gas Wells
Industry	Oil Well Services & Equipment
Sector	Energy
Fiscal Year	12/31

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-A

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934**

PACIFIC DRILLING S.A.

(Exact Name of Registrant as Specified in its Charter)

Luxembourg

(State of incorporation or organization)

Not Applicable

(IRS Employer Identification No.)

**16, Avenue Pasteur
L-2310 Luxembourg
+352 27 85 81 35**

(Address of principal executive offices and zip code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class
To Be So Registered

Common Shares, par value \$0.01 per share

Name Of Each Exchange
On Which Each Class Is To Be Registered

New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates: 333-177774

Securities to be registered pursuant to Section 12(g) of the Act: None.

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

The classes of securities to be registered hereby are the common shares, par value \$0.01 per share (the "Common Shares"), of Pacific Drilling S.A., a public limited liability company (*société anonyme*) incorporated under the laws of the Grand Duchy of Luxembourg (the "Registrant").

A description of the Common Shares is set forth under the captions "Prospectus Summary" and "Description of Share Capital" in the prospectus to be filed by the Registrant pursuant to Rule 424(b) under the Securities Act of 1933, as amended, which prospectus will constitute a part of the Registrant's Registration Statement on Form F-1, as amended (Registration No. 333-177774) initially filed with the Securities and Exchange Commission on November 7, 2011. Such prospectus, in the form in which it is so filed, shall be deemed to be incorporated herein by reference.

Item 2. Exhibits.

The following exhibits to this Registration Statement on Form 8-A are incorporated by reference from the documents specified, which have been filed with the Securities and Exchange Commission.

<u>Exhibit No.</u>	<u>Description</u>
1	Registration Statement on Form F-1 (Registration Statement No. 333-177774), initially filed with the Securities and Exchange Commission on November 7, 2011.
2	Articles of Association (incorporated herein by reference to Exhibit 3.1 to the Registration Statement on Form F-1 (Registration Statement No. 333-177774, initially filed with the Securities and Exchange Commission on November 7, 2011.
3	Form of Amended and Restated Articles of Association (incorporated herein by reference to Exhibit 3.2 to the Registration Statement on Form F-1 (Registration Statement No. 333-177774, initially filed with the Securities and Exchange Commission on November 7, 2011.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Pacific Drilling S.A.

By: /s/ Christian J. Beckett

Name: Christian J. Beckett

Title: Chief Executive Officer and Executive Director

Date: November 9, 2011

INDEX TO EXHIBITS

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