

SEADRILL PARTNERS LLC
NOTICE OF ANNUAL MEETING OF MEMBERS
TO BE HELD ON SEPTEMBER 28, 2015

NOTICE IS HEREBY given that the 2015 Annual Meeting (the “**Meeting**”) of the members (the “**Members**”) of Seadrill Partners LLC (the “**Company**”) will be held on September 28, 2015, at 10:00 a.m., London time, at 2nd Floor, Building 11, Chiswick Business Park, 566 Chiswick High Road, London W4 5YS, United Kingdom, for the following purposes, which are more completely set forth in the accompanying proxy statement:

To consider and vote upon the following proposals:

1. To elect Bert Bekker as a Class II Director of the Company whose term will expire at the 2018 Annual Meeting of Members (“**Proposal 1**”); and
2. To transact other such business as may properly come before the Meeting or any adjournment or postponement thereof.

Adoption of **Proposal 1** requires the affirmative vote of a plurality of the outstanding common units of the Company represented at the Meeting.

The Board of Directors of the Company (the “**Board**”) has fixed the close of business on August 6, 2015 as the record date for the determination of the Members entitled to receive notice and vote at the Meeting or any adjournment or postponement thereof.

Pursuant to the Company’s First Amended and Restated Operating Agreement dated as of October 24, 2012, as amended, certain holders of the Company’s common units may be prohibited from voting a portion of their common units at the Meeting.

WHETHER OR NOT YOU PLAN TO ATTEND THE MEETING IN PERSON, IT IS IMPORTANT THAT YOUR UNITS BE REPRESENTED AND VOTED AT THE MEETING. ACCORDINGLY, IF YOU HAVE ELECTED TO RECEIVE YOUR PROXY MATERIALS BY MAIL, PLEASE COMPLETE, DATE, SIGN AND RETURN THE ENCLOSED PROXY IN THE ENCLOSED ENVELOPE, WHICH DOES NOT REQUIRE POSTAGE IF MAILED IN THE UNITED STATES. IF YOU HAVE ELECTED TO RECEIVE YOUR PROXY MATERIALS OVER THE INTERNET, PLEASE VOTE BY INTERNET IN ACCORDANCE WITH THE INSTRUCTIONS PROVIDED IN THE PROXY CARD THAT YOU HAVE RECEIVED IN THE MAIL. IF YOU ATTEND THE MEETING, YOU MAY REVOKE YOUR PROXY AND VOTE IN PERSON.

By Order of the Board

Georgina Sousa
Secretary

Dated: August 6, 2015

SEADRILL PARTNERS LLC

2nd Floor, Building 11, Chiswick Business Park, 566 Chiswick High Road, London W4 5YS,
United Kingdom

**PROXY STATEMENT
FOR
SEADRILL PARTNERS LLC
ANNUAL MEETING OF MEMBERS
TO BE HELD ON SEPTEMBER 28, 2015**

INFORMATION CONCERNING SOLICITATION AND VOTING

GENERAL

The enclosed proxy is solicited on behalf of the members of the board of directors (each, a “**Director**” and collectively, the “**Board**”) of Seadrill Partners LLC, a Marshall Islands limited liability company (the “**Company**”), for use at the Company’s 2015 Annual Meeting (the “**Meeting**”) of its members (the “**Members**”) to be held at the 2nd Floor, Building 11, Chiswick Business Park, 566 Chiswick High Road, London W4 5YS, United Kingdom, on September 28, 2015 at 10:00 a.m., London time, or at any adjournment or postponement thereof, for the purposes set forth herein and in the accompanying Notice of Annual Meeting of Members. This Proxy Statement and the accompanying form of proxy are expected to be mailed to Members entitled to vote at the Meeting on or about August 19, 2015.

VOTING RIGHTS AND OUTSTANDING UNITS

On August 6, 2015 (the “**Record Date**”), the Company had outstanding 75,278,250 common units, representing limited liability company interests in the Company (the “**Common Units**”). Each Member of record at the close of business on the Record Date, subject to certain conditions, is entitled to one vote for each Common Unit then held. Members holding Common Units representing at least 33½% of the total voting rights of the Common Units outstanding present in person or by proxy at the Meeting shall constitute a quorum for the purposes of the Meeting. The Common Units represented by any proxy in the enclosed form will be voted in accordance with the instructions given on the proxy if the proxy is properly executed and is received by the Company prior to the close of voting at the Meeting or any adjournment or postponement thereof. Any proxies returned without instructions will be voted FOR the proposals set forth on the Notice of Annual Meeting of Members.

Pursuant to the Company’s First Amended and Restated Operating Agreement dated as of October 24, 2012, as amended (the “**Operating Agreement**”), certain holders of the Common Units may be prohibited from voting a portion of their Common Units at the Meeting.

The Common Units are listed on the New York Stock Exchange under the symbol “**SDLP**.”

REVOCABILITY OF PROXIES

A Member giving a proxy may revoke it at any time before it is exercised. A proxy may be revoked by filing with the Secretary of the Company at the Company’s registered office, 2nd Floor, Building 11, Chiswick Business Park, 566 Chiswick High Road, London W4 5YS, United Kingdom, a written notice of revocation by a duly executed proxy bearing a later date, or by attending the Meeting and voting in person.

PROPOSAL

PROPOSAL 1 - ELECTION OF CLASS II DIRECTOR

In accordance with the Company's Operating Agreement, the Board consists of three Directors (the "Appointed Directors") appointed by Seadrill Member LLC ("Seadrill Member"), the owner of the Seadrill Member Interest, which is a non-economic limited liability company interest in the Company, and four Directors who are elected by the holders of the Common Units (the "Elected Directors").

As provided in the Company's Operating Agreement, the Appointed Directors serve as directors for terms determined by Seadrill Member. The four Elected Directors are divided into three classes serving staggered terms. The Board has nominated Bert Bekker, a Class II Director, for re-election as a director whose term would expire at the 2018 Annual Meeting of the Company.

Unless the proxy is marked to indicate that such authorization is expressly withheld, the persons named in the enclosed proxy intend to vote the Common Units authorized thereby FOR the election of the following nominee. It is expected that such nominee will be able to serve, but if before the election it develops that such nominee is unavailable, the persons named in the accompanying proxy will vote for the election of such substitute nominee as the current Board may recommend.

Nominee For Election To The Company's Board Of Directors

Information concerning the nominee for election to the Board as the Class II Director is set forth below:

<u>Name</u>	<u>Age</u>	<u>Position</u>
Bert Bekker	76	Class II Director

Certain biographical information about the Elected Director nominee is set forth below.

Bert Bekker has served as a director of the Company since September 2012, and serves on the audit committee of the Company's board of directors. Mr. Bekker has been in the heavy marine transport industry since 1978 when he co-founded Dock Express Shipping Rotterdam (the predecessor of Dockwise Transport). Mr. Bekker retired from his position as Chief Executive Officer of Dockwise Transport B.V. in May 2003. Mr. Bekker served as Chief Executive Officer of Cableschip Contractors N.V. Curacao from March 2001 until June 2006. In May 2006, Mr. Bekker was appointed as Executive Advisor Heavy Lift of Frontline Management AS, an affiliate of Frontline Ltd. In January 2007, he was appointed CEO of Sealift Management B.V. Mr. Bekker held that position until its merger with Dockwise Ltd in May 2007. Mr. Bekker served as a director of Dockwise Ltd. from June 2007 until December 2009. Mr. Bekker served as a director of Wilh. Wilhelmsen Netherlands B.V., part of the Wilh. Wilhelmsen ASA Group, from July 2003 until July 2015. Mr. Bekker has served as a director of Seadrill Limited since April 2013 and was appointed to the Board of Ship Finance International Limited in April 2015.

Required Vote: Approval of Proposal 1 requires the affirmative vote of the plurality of the votes cast by holders of the outstanding Common Units present in person or represented by proxy at the Meeting.

THE BOARD UNANIMOUSLY RECOMMENDS A VOTE IN FAVOR OF THE ELECTION OF THE PROPOSED DIRECTOR. UNLESS REVOKED AS PROVIDED ABOVE, PROXIES RECEIVED BY MANAGEMENT WILL BE VOTED IN FAVOR OF THE ELECTION OF THE PROPOSED DIRECTOR UNLESS A CONTRARY VOTE IS SPECIFIED.

EFFECT OF ABSTENTIONS

Abstentions will not affect the vote on Proposal 1.

SOLICITATION

The cost of preparing and soliciting proxies will be borne by the Company. Solicitation on behalf of the Board will be made primarily by mail, but holders of Common Units may be solicited by telephone, e-mail, other electronic means or personal contact. Copies of materials for the Meeting will be supplied to brokers, dealers, banks and voting trustees, or their nominees, for the purpose of soliciting proxies from beneficial owners and will also be available on the Company's website at www.seadrillpartners.com.

ANNUAL REPORT AND OTHER MATERIAL FOR MEETING

The Company's Annual Report on Form 20-F for the year ended December 31, 2014 (the "**Annual Report**") and copies of the materials for the Meeting are available on the Company's website at www.seadrillpartners.com. Any holder of Common Units may receive a hard copy of the Annual Report free of charge upon request by writing to us at: 2nd Floor, Building 11, Chiswick Business Park, 566 Chiswick High Road, London W4 5YS, UK, or sending an e-mail to: ir@seadrill.com.

OTHER BUSINESS

Management knows of no business that will be presented for consideration at the Meeting other than that stated in the Notice of Annual Meeting of Members. Should any additional matter come before the Meeting, it is intended that proxies in the accompanying form will be voted in accordance with the judgement of the person or persons named in the proxy.

By Order of the Board of Directors

Georgina Sousa
Secretary

August 6, 2015

London, United Kingdom