

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
	)	Chapter 11
)	
CHAPARRAL ENERGY, INC., <i>et al.</i> , ¹	)	Case No. 20-11947 (MFW)
)	
Reorganized Debtors.	)	(Jointly Administered)
)	
	)	Objection Deadline: Dec. 3, 2020 at 4:00 p.m. (ET)
	)	Hearing Date: Dec. 21, 2020 at 11:30 a.m. (ET)

**COVER SHEET TO THE FINAL FEE APPLICATION OF ROTHSCHILD & CO US
INC. AS INVESTMENT BANKER TO THE DEBTORS, FOR ALLOWANCE AND
PAYMENT OF COMPENSATION FOR PROFESSIONAL SERVICES
RENDERED AND REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES
INCURRED FROM AUGUST 16, 2020 THROUGH OCTOBER 14, 2020**

Name of applicant		Rothschild & Co US Inc. (" <i>Rothschild & Co</i> ")
Applicant's professional role in case		Investment banker to the Debtors
Indicate whether this is an application for pre or post confirmation services		Pre and post confirmation services
Effective date of order approving professional's Retention		September 10, 2020 [Docket No. 181]
	Beginning of Period	Ending of Period
Time period covered in application	August 16, 2020	October 14, 2020
Time periods covered by any prior applications	N/A	N/A
Total amounts awarded in all prior applications		N/A
Amount of retainer received in case		\$20,000.00 (received pre-petition) ²
Total fees applied for in this application and in all prior applications (including any retainer amounts applied or to be applied)		\$2,261,935.48
Total fees applied for in this application (including any retainer amounts to be applied)		\$2,261,935.48
Total professional fees requested in this application		\$2,261,935.48

¹ The Reorganized Debtors in these cases, along with the last four digits (or five digits, in cases in which multiple Reorganized Debtors have the same last four digits) of each Debtor's federal tax identification number, are: CEI Acquisition, L.L.C. (1817); CEI Pipeline, L.L.C. (6877); Chaparral Biofuels, L.L.C. (1066); Chaparral CO2, L.L.C. (1656); Chaparral Energy, Inc. (90941); Chaparral Energy, L.L.C. (20941); Chaparral Exploration, L.L.C. (1968); Chaparral Real Estate, L.L.C. (1655); Chaparral Resources, L.L.C. (1710); Charles Energy, L.L.C. (3750); Chestnut Energy, L.L.C. (9730); Green Country Supply, Inc. (2723); Roadrunner Drilling, L.L.C. (2399); and Trabajo Energy, L.L.C. (9753). The Reorganized Debtors' address is 701 Cedar Lake Boulevard, Oklahoma City, OK 73114.

² As described in the Rothschild & Co and Intrepid Partners, LLC joint retention application [Doc No. 116], the Debtors paid Rothschild & Co and Intrepid Partners, LLC \$20,000.00 to apply towards estimated pre-petition expenses in process on the Petition Date. Total pre-petition expenses of \$20,893.75 have been applied against the expense estimate, resulting in \$893.75 of pre-petition expenses remaining unbilled.



Total actual professional hours covered by this Application	314.5
Average hourly rate for professionals	N/A
Total paraprofessional fees requested in this Application	N/A
Total actual paraprofessional hours covered by this Application	N/A
Average hourly rate for paraprofessionals	N/A
Reimbursable expenses sought in this application	\$35,599.75 ³
Amount of attorneys' fees provided for in plan	N/A
Total to be paid to unsecured creditors under the plan	N/A
Percentage dividend to unsecured creditors under the Plan	N/A
Total to be paid to all pre-petition creditors under the Plan	N/A
Date of any scheduled dismissal hearing	N/A
Date of confirmation hearing	October 1, 2020
Indicate whether plan has been confirmed	Yes

³ Includes \$893.75 of unbilled pre-petition expenses and \$34,706.00 of reimbursable expenses during the Compensation Period.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

CHAPARRAL ENERGY, INC., *et al.*,¹

Reorganized Debtors.

)
) Chapter 11
)
) Case No. 20-11947 (MFW)
)
) (Jointly Administered)
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) **Objection Deadline: Dec. 3, 2020 at 4:00 p.m. (ET)**
) **Hearing Date: Dec. 21, 2020 at 11:30 a.m. (ET)**

**FIRST AND FINAL APPLICATION OF ROTHSCHILD & CO US INC. AS
INVESTMENT BANKER FOR THE DEBTORS AND DEBTORS IN POSSESSION, FOR
ALLOWANCE AND PAYMENT OF COMPENSATION FOR PROFESSIONAL
SERVICES RENDERED AND FOR REIMBURSEMENT OF ACTUAL AND
NECESSARY EXPENSES INCURRED FROM AUGUST 16, 2020 THROUGH
OCTOBER 14, 2020**

Rothschild & Co US Inc. (“*Rothschild & Co*”), investment banker to Chaparral Energy, Inc., as debtors in the above-captioned chapter 11 cases (collectively, the “*Debtors*”), submits this first and final fee application (the “*Application*”) pursuant to sections 327(a) and 328(a) of title 11 of the United States Code (the “*Bankruptcy Code*”); Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”) and Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “*Local Bankruptcy Rules*”) for the allowance of (a) compensation in the aggregate amount of \$2,261,935.48 of fees for reasonable and necessary professional services rendered to the Debtors by Rothschild & Co; and (b) reimbursement of actual and necessary costs and expenses

¹ The Reorganized Debtors in these cases, along with the last four digits (or five digits, in cases in which multiple Reorganized Debtors have the same last four digits) of each Debtor’s federal tax identification number, are: CEI Acquisition, L.L.C. (1817); CEI Pipeline, L.L.C. (6877); Chaparral Biofuels, L.L.C. (1066); Chaparral CO2, L.L.C. (1656); Chaparral Energy, Inc. (90941); Chaparral Energy, L.L.C. (20941); Chaparral Exploration, L.L.C. (1968); Chaparral Real Estate, L.L.C. (1655); Chaparral Resources, L.L.C. (1710); Charles Energy, L.L.C. (3750); Chestnut Energy, L.L.C. (9730); Green Country Supply, Inc. (2723); Roadrunner Drilling, L.L.C. (2399); and Trabajo Energy, L.L.C. (9753). The Reorganized Debtors’ address is 701 Cedar Lake Boulevard, Oklahoma City, OK 73114.

in the aggregate amount of \$35,599.75 incurred by Rothschild & Co during the period from August 16, 2020 through and including October 14, 2020 (the “*Compensation Period*”). In support of the Application, Rothschild & Co respectfully states as follows:

Jurisdiction and Venue

1. The United States Bankruptcy Court for the District of Delaware (the “*Court*”) has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012.

2. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2) and, pursuant to Local Rule 9013-1(f), the Debtors consent to the entry of a final order by the Court in connection with this Application to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments consistent with Article III of the United States Constitution.

3. Venue of the chapter 11 cases and related proceedings is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

Background

4. On August 16, 2020 (the “*Petition Date*”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors have continued in possession of their property and have continued to operate and manage their businesses as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

5. No request has been made for the appointment of a trustee or examiner, and no official committee has been appointed in the chapter 11 cases.

6. Additional information about the Debtors' businesses and affairs, capital structure and prepetition indebtedness, and the events leading up to the Petition Date, can be found in the Declaration of Charles Duginski in Support of Debtors' Chapter 11 Proceedings and First Day Pleadings [Doc No. 25] (the "***Duginski Declaration***"), which is incorporated herein by reference.

7. The chapter 11 cases are being jointly administered pursuant to Bankruptcy Rule 1015(b) and the Order Under Fed. R. Bankr. P. 1015 and Del. Bankr. L.R. 1015-1 Authorizing Joint Administration of Chapter 11 Cases [Doc No. 74] entered by the Court on August 18, 2020 in each of the chapter 11 cases.

8. Attached as Exhibit A to the Order Approving Disclosure Statement and Confirming the Debtors' Amended Joint Prepackaged Chapter 11 Plan of Reorganization [Doc No. 237] (the "***Confirmation Order***"), the Debtors' Amended Joint Prepackaged Chapter 11 Plan of Reorganization [Doc No. 219] (the "***Plan***") was substantially consummated and became effective by its terms on October 14, 2020.

Compliance with the Guidelines

9. The Application was prepared in accordance with the applicable provisions of (i) the Retention Order (as defined below), (ii) the Bankruptcy Code, the Bankruptcy Rules and the Local Bankruptcy Rules; and (iii) the U.S. Trustee Guidelines (collectively, the "***Guidelines***"). To the extent that the Application is not in compliance with the Guidelines, Rothschild & Co respectfully submits that such noncompliance is immaterial and requests a waiver of the applicable requirements.

10. Pursuant to, and consistent with, the relevant requirements of the Guidelines, the following exhibits are attached hereto:

A. **Exhibit A** contains a certification by the undersigned (the "***Certification***");

- B. **Exhibit B** is the *Order Approving Application Of Debtors For Authority To (I) Employ And Retain Rothschild & Co Us Inc. And Intrepid Partners, LLC As Investment Bankers For The Debtors Nunc Pro Tunc To The Petition Date And (II) Waive Certain Information Disclosure Requirements* [Docket 181] (the “**Retention Order**”).
- C. **Exhibit C** contains a summary for the Compensation Period that details the name of each professional for whose work compensation is sought and the aggregate time expended by each professional;
- D. **Exhibit D** contains a summary of Rothschild & Co’s total actual and necessary out-of-pocket expenses and disbursements during the Compensation Period; and
- E. **Exhibit E** contains the invoice for Rothschild & Co’s Compensation Period.

Disclosure of Compensation and Requested Award

11. Rothschild & Co now files the Application seeking allowance of (a) compensation for professional services rendered to the Debtors during the Compensation Period in the aggregate amount of \$2,261,935.48 and (b) reimbursement of actual expenses incurred in connection with the rendition of such services in the aggregate amount of \$35,599.75, for a total request of \$2,297,535.24.

12. Professionals with extensive experience in the area of investment banking and bankruptcy services have directed Rothschild & Co’s team. The investment banking services were performed primarily by Kevin Glodowski (Managing Director), Rolf Arnold (Director), Andrew Pavloff (Associate) and Jonathan Lubash (Analyst). Rothschild & Co’s general staffing policy is to assign senior bankers, experienced junior bankers and financial analysts to each assignment.

The senior bankers, in this case Kevin Glodowski and Rolf Arnold, have overall responsibility for the cases. They are primarily responsible for developing strategy with respect to the case, directing negotiations and interfacing with the other senior professionals involved with the cases. The experienced junior banker, in this case Andrew Pavloff, primarily assists in the day-to-day coordination of the cases, guides the financial analyses and works closely with the financial analysts. The financial analyst in this case, Jonathan Lubash, primarily prepares financial analyses. The senior bankers, the experienced junior banker and the financial analyst coordinate their actions so as to not duplicate efforts. Given that the senior bankers, the experienced junior banker and the financial analyst have different roles in the cases but have overlapping responsibilities, there are frequent times where it is appropriate for two or more bankers to be present at a meeting or on calls. Moreover, as explained more fully below, Rothschild & Co does not bill the Debtors based on the number of hours its professionals work on this matter. Consequently, Rothschild & Co's staffing plan for this engagement provides a benefit to the Debtors and the resources deployed by Rothschild & Co do not cause the Debtors to incur additional incremental costs.

13. The amount of fees and expenses sought in this Application and Rothschild & Co's billing processes are consistent with market practices for investment banking firms both in and out of a bankruptcy context. Rothschild & Co's policy for all engagements, in- or out-of-bankruptcy, is to dedicate the appropriate number of professionals to the assignment to complete the work as efficiently as possible.

14. Rothschild & Co does not bill its clients based on the number of hours expended by its professionals. It bills clients on a retainer basis (generally monthly), plus a transaction fee or fees based upon completion of certain milestones. Accordingly, Rothschild & Co does not have hourly rates for its professionals and Rothschild & Co's professionals generally do not maintain time records for the work performed for its clients. Consistent with the terms of the Retention

Order, however, Rothschild & Co has maintained a daily time log detailing the activities and services performed by Rothschild & Co on behalf of the Debtors, in half-hour increments, during the Compensation Period.

15. This Application is Rothschild & Co's first and final request for compensation for services rendered and reimbursement of expenses incurred as investment banker to the Debtors. Pursuant to the Retention Order and the agreement between Rothschild & Co and Intrepid, the fee applications filed by Rothschild & Co and Intrepid Partners, LLC ("Intrepid" and together with Rothschild & Co, the "*Investment Bankers*") shall each reflect only Rothschild & Co's or Intrepid's 50% share of the aggregate fees being sought by the Investment Bankers pursuant to their joint engagement letter. No understanding exists between Rothschild & Co and any other person for the sharing of compensation sought by Rothschild & Co.

Summary of Professional Services

16. To provide a meaningful summary of services rendered on behalf of the Debtors and their estates, Rothschild & Co has established, in accordance with the Guidelines and its internal time keeping procedures, the following tasks in connection with these chapter 11 cases:

Task category	Task description
A	Case administration
B	Court hearings / filings
C	Creditor calls / meetings
D	Due diligence
E	Financial analysis
F	General presentations
G	Internal meetings
H	Management and Co. advisor calls / meetings
I	Fee statements / monthly invoices

17. The following is a summary, by task, of the most significant professional services rendered by Rothschild & Co during the Compensation Period. This summary is organized in accordance with Rothschild & Co's internal system of task categories. Rothschild & Co is heavily involved in performing services for the Debtors on a daily basis – often including night and weekend work – to meet the Debtors' needs in these chapter 11 cases. Many of these task categories overlap and in categorizing their professional services, each Rothschild & Co professional utilized their own judgement in determining the proper category for the applicable services.

A. Case administration (Task A)

Total time: 23.0 hours

18. This category includes time spent by Rothschild & Co professionals communicating with the Debtors and the Debtors' other advisors in reviewing and setting the critical dates calendar, communicating with the Debtors and their other advisors regarding case strategy and various other issues, and performing other miscellaneous administrative and support services, including preparing documents related to retention, compensation and expense reimbursement as required by the Guidelines.

B. Court hearings / filings (Task B)

Total time: 60.0 hours

19. This category includes time spent by professionals of Rothschild & Co at or listening in on Court hearings, as well as time spent engaged in research, performing various analyses and reviewing relevant documents in preparation for Court proceedings. Time in this category also includes time spent reviewing, researching and analyzing case information included in or in connection with Court documents filed on behalf of the Debtors, as well as pleadings and other docket filings throughout these chapter 11 cases.

C. Creditor calls / meetings (Task C)

Total time: 4.0 hours

20. This category includes time spent by professionals of Rothschild & Co attending meetings, discussing key developments, negotiating with secured lenders, the ad hoc group of Unsecured Noteholders (“Ad Hoc Group”) as well as their respective advisors. Creditor calls and meetings following the Petition Date included general case updates and claims treatment, among other items. Rothschild & Co professionals also provided responses to and helped fulfill due diligence requests of creditor parties. Additionally, Rothschild & Co participated in and conducted calls to discuss business and performance updates and debtor-in-possession budget updates.

D. Due diligence (Task D)

Total time: 21.0 hours

21. This category includes time spent by Rothschild & Co professionals coordinating financial, operational and legal due diligence in connection with populating the virtual data room and responding to due diligence requests from various parties involved in these chapter 11 cases.

E. Financial analysis (Task E)

Total time: 47.5 hours

22. This category includes time spent by Rothschild & Co professionals coordinating with the Debtors’ management team and other advisors in performing various financial analyses, including regarding the Debtors’ pro forma liquidity, leverage and compliance with covenants at and post emergence. This category also includes review and analysis of claims, recoveries, backstop commitments and fees.

F. General Presentations (Task F)

Total time: 5.5 hours

23. This category includes time spent by Rothschild & Co professionals preparing various presentations and discussion materials for the Debtors' management and the various creditor groups together with their advisors in order to address a variety of issues and topics during the course of these cases. These presentations and discussion materials addressed various topics, including, but not limited to, the status of Debtors' chapter 11 cases, projected liquidity, business plan presentations and strategy recommendations.

G. Internal meetings (Task G)

Total time: 17.5 hours

24. This category includes time spent by Rothschild & Co professionals discussing relevant case developments and deliberating on case strategy. Discussions addressed, among other things, the Debtors' overall reorganization strategy, strategic alternatives, financial analysis, recommended next steps, timing of future actions and general preparation in advance of meetings with the Debtors, their advisors, the Debtors' board of directors, and creditors and their advisors.

H. Management and Company advisors calls / meetings (Task H)

Total time: 19.0 hours

25. This category includes time spent by Rothschild & Co professionals in meetings and calls with the Debtors' management team and other advisors retained by the Debtors, including members of (a) Intrepid, (b) Davis Polk & Wardwell LLP and (c) Opportune LLP. In general, given the complexity and nature of the Debtors' chapter 11 cases, Rothschild & Co professionals participated regularly in such meetings and calls. These discussions were necessary in order to synchronize efforts and to determine agreed upon strategies and optimal courses of action with respect to maximizing value for the Debtors' stakeholders.

I. Fee statements / monthly invoices (Task I)

Total time: 2.0 hours

26. This category includes time spent by professionals of Rothschild & Co preparing its fee applications. This includes time spent aggregating expenses and hours and creating detailed exhibits to be included in any Court filing.

Reasonable and Necessary Services Rendered by Rothschild & Co

27. The foregoing professional services rendered by Rothschild & Co on behalf of the Debtors during the Compensation Period were reasonable, necessary and appropriate to the administration of the Debtors' chapter 11 cases and related matters.

28. The services performed by Rothschild & Co were rendered by Rothschild & Co's Debt Advisory & Restructuring Group. Rothschild & Co is a prominent global investment bank with more than fifty offices in more than forty countries. Its Debt Advisory & Restructuring Group has a prominent practice and enjoys a national and international reputation for its expertise in financial reorganizations and restructurings of troubled companies, with approximately 40 professionals focusing on this area in Rothschild & Co's New York City office. Overall, Rothschild & Co brings to these chapter 11 cases a particularly high level of skill and knowledge, which inured to the benefit of the Debtors and their stakeholders.

Actual and Necessary Expenses Incurred by Rothschild & Co

29. Pursuant to the Retention Order, Rothschild & Co is entitled to reimbursement of reasonable and documented out-of-pocket expenses incurred in entering into and providing services pursuant to its engagement letter during the Compensation Period.

30. As set forth in Exhibit D attached hereto, Rothschild & Co has incurred a total of \$35,599.75 in expenses on behalf of the Debtors during the Compensation Period. Rothschild &

Co submits that all such expenses were necessarily incurred, are reasonable in amount and represent only the actual costs incurred.

31. Rothschild & Co's charges for expenses to the Debtors are determined in the same manner as for clients in non-bankruptcy matters. Out-of-pocket expenses incurred by Rothschild & Co are charged to a client if the expenses are incurred for the client or are otherwise necessary in connection with services rendered for such particular client. Rothschild & Co does not factor general overhead expenses into disbursements charged to clients in connection with chapter 11 cases. Rothschild & Co has followed its general internal policies with respect to out-of-pocket expenses billed to the Debtors as set forth below, with any exceptions fully explained:

- A. Rothschild & Co's general policy permits its employees to bill lunch or dinner meals to a client if the employee is required to provide services to the client during such mealtime due to extreme time constraints. Rothschild & Co's employees are permitted to order meals in the office if the Rothschild & Co employee is required to work after 8:00 p.m. on weekdays or during reasonable breakfast and lunch hours on weekends or holidays. The cost of these meals billed to the Debtors has been capped at \$20 per meal. Meal expenses incurred during meetings which employees and other meeting participants are required to attend are billed at cost;
- B. Messengers and couriers are used by Rothschild & Co to deliver hard copy documents relating to a client matter, which require receipt on an expedited basis; otherwise, Rothschild & Co uses the regular postal system. Any charges for either messengers or couriers are billed to the client at cost;
- C. All airfare and other transportation charges incurred by Rothschild & Co's employees directly in connection with services to the client and meals while

travelling, are billed to client at cost and limited, in the case of airfare, to the cost of a coach-class refundable ticket;

- D. The research / database category consists of the cost of using databases (e.g., Capital IQ, FactSet, ThomsonOne, Factiva, etc.) to which Rothschild & Co subscribe to search for and obtain information used in Rothschild & Co's financial analyses. Rothschild & Co pays the vendor's standard rate for such database services. In certain instances, Rothschild & Co has determined that paying a flat annual or monthly fee for such services is less costly than contracting for such services on a per use basis. Such annual or monthly services are allocated to clients based on such clients' use of each service. The research category also consists of charges from outside services, which supply, for a fee, financial documents from regulatory agencies, which cannot be obtained from databases subscribed to by Rothschild & Co;
- E. Rothschild & Co bills photocopying charges at the rate of \$0.10 per page for black and white copies and \$0.55 per page for color copies;
- F. With respect to local travel, Rothschild & Co's general policy enables employees to travel by taxi or, in certain circumstances, by private car service, to and from meetings while rendering services to a client on a client related matter, for which the client is charged at cost. This policy is based on Rothschild & Co's determination that travel by taxi or private car service is the most efficient use of a professional's time. Rothschild & Co's employees are not permitted to charge personal commuting expenses to a client unless the employee is traveling after 9:00 p.m. or on the weekend and has been required to work late or on the weekend as a result of the time exigencies of that client's matters;

G. Telephone expenses are charged based on Rothschild & Co's actual cost of telephone charges with respect to client matters. Cellular phone charges are based on vendor's actual invoices; and

H. Word processing charges are based on rates provided by Rothschild & Co's third party vendor and actual cost of overtime secretarial support in connection with client matters.

32. Rothschild & Co has made every effort to minimize its expenses in these chapter 11 cases. All of the fees and expenses for which allowance and payment are requested by Rothschild & Co in this Application are reasonable and necessary, and were incurred during the Compensation Period. In seeking reimbursement of an expenditure, Rothschild & Co is requesting reimbursement "at cost" and does not make a profit on such expenditure.

Rothschild & Co's Requested Compensation and Reimbursement Should be Allowed

33. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 of the Bankruptcy Code to govern the Court's award of such compensation. Section 330 of the Bankruptcy Code provides that, subject to section 328 of the Bankruptcy Code, a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual, necessary services rendered . . . and reimbursement for actual, necessary expenses."

34. The Retention Order approved Rothschild & Co's compensation and expense reimbursement pursuant to section 328 of the Bankruptcy Code, subject to the terms of the Retention Order. Accordingly, compensation is sought subject to the standard of review set forth in section 328 of the Bankruptcy Code, and not the standard of review set forth in section 330 of the Bankruptcy Code, but subject to the terms of the Retention Order.

35. The services summarized by this Application and rendered by Rothschild & Co to the Debtors during the Compensation Period were substantial, highly professional and instrumental to the Debtors in pursuing their restructuring efforts. Rothschild & Co respectfully submits that the compensation and reimbursement requested by this Application is reasonable in light of the nature and value of such services.

No Prior Request

36. No prior application for the relief requested herein has been made to this or any other court.

Notice

37. The Debtors shall provide notice of this Application on the date hereof to: (i) the Office of the United States Trustee for the District of Delaware; and (ii) all parties who filed a request for service of notices under Bankruptcy Rule 2002. The Debtors submit that no further notice is necessary under the circumstances.

Conclusion

38. WHEREFORE, Rothschild & Co respectfully requests that the Court grant the relief requested herein and such other and further relief as this Court deems just and proper.

* * *

* * *

Dated: November 13, 2020
New York, New York

/s/ Kevin Glodowski
Kevin Glodowski, Managing Director
Rothschild & Co US Inc.
1251 Avenue of the Americas
New York, NY 10020
Telephone: +1 (212) 403-3663

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
)	
CHAPARRAL ENERGY, INC., <i>et al.</i> , ¹)	Case No. 20-11947 (MFW)
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Reorganized Debtors.)	(Jointly Administered)
)	
)	Objection Deadline: Dec. 3, 2020 at 4:00 p.m. (ET)
	)	Hearing Date: Dec. 21, 2020 at 11:30 a.m. (ET)

NOTICE OF APPLICATION AND HEARING

PLEASE TAKE NOTICE that, on November 13, 2020, Rothschild & Co US Inc. (the “**Applicant**”) filed the *First and Final Application of Rothschild & Co US Inc. as Investment Banker for the Debtors and Debtors in Possession, for Allowance and Payment of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred from August 16, 2020 through October 14, 2020* (the “**Application**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that any responses or objections to the Application must be in writing and filed with the Clerk of the Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware on or before **December 3, 2020 at 4:00 p.m. (Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that if any objections to the Application are received, the Application and such objections shall be considered at a hearing before The Honorable Mary F. Walrath, United States Bankruptcy Judge for the District of Delaware, at the

¹ The Reorganized Debtors in these cases, along with the last four digits (or five digits, in cases in which multiple Reorganized Debtors have the same last four digits) of each Debtor’s federal tax identification number, are: CEI Acquisition, L.L.C. (1817); CEI Pipeline, L.L.C. (6877); Chaparral Biofuels, L.L.C. (1066); Chaparral CO2, L.L.C. (1656); Chaparral Energy, Inc. (90941); Chaparral Energy, L.L.C. (20941); Chaparral Exploration, L.L.C. (1968); Chaparral Real Estate, L.L.C. (1655); Chaparral Resources, L.L.C. (1710); Charles Energy, L.L.C. (3750); Chestnut Energy, L.L.C. (9730); Green Country Supply, Inc. (2723); Roadrunner Drilling, L.L.C. (2399); and Trabajo Energy, L.L.C. (9753). The Reorganized Debtors’ address is 701 Cedar Lake Boulevard, Oklahoma City, OK 73114.

Court, 824 North Market Street, 5th Floor, Courtroom 4, Wilmington, Delaware 19801 on **December 21, 2020 at 11:30 a.m. (Eastern Time).**

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS TO THE APPLICATION ARE TIMELY FILED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Dated: November 13, 2020
Wilmington, Delaware

/s/ Travis J. Cuomo

John H. Knight (No. 3848)
Amanda R. Steele (No. 5530)
Brendan J. Schlauch (No. 6115)
Christopher M. De Lillo (No. 6355)
Travis J. Cuomo (No. 6501)
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- and -

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Counsel for Reorganized Debtors

Exhibit A

**THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: CHAPARRAL ENERGY, INC, <i>et al.</i> , ¹ Debtors.	§ § § § § § §	Chapter 11 Case No. 20-11947 (MFW) (Jointly Administered)
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CERTIFICATION OF KEVIN GLODOWSKI

Kevin Glodowski, under penalty of perjury, certifies as follows:

1. I am a Managing Director at Rothschild & Co US Inc. ("Rothschild & Co"). I make this certification in accordance with Local Rule 2016-2 regarding the contents of applications for compensation and expenses. I have read the Application and am familiar with the work performed on behalf of the Debtors by the professionals of Rothschild & Co.

2. The facts set forth in the foregoing Application are true and correct to my knowledge, information and belief. I have reviewed Local Rule 2016-2, and the Confirmation Order and submit that the Application substantially complies with such Local Rule Orders.

Dated: November 13, 2020

/s/ Kevin Glodowski
Kevin Glodowski

¹ The Debtors in these cases, along with the last four digits (or five digits, in cases in which multiple Debtors have the same last four digits) of each Debtor's federal tax identification number, are: CEI Acquisition, L.L.C. (1817); CEI Pipeline, L.L.C. (6877); Chaparral Biofuels, L.L.C. (1066); Chaparral CO2, L.L.C. (1656); Chaparral Energy, Inc. (90941); Chaparral Energy, L.L.C. (20941); Chaparral Exploration, L.L.C. (1968); Chaparral Real Estate, L.L.C. (1655); Chaparral Resources, L.L.C. (1710); Charles Energy, L.L.C. (3750); Chestnut Energy, L.L.C. (9730); Green Country Supply, Inc. (2723); Roadrunner Drilling, L.L.C. (2399); and Trabajo Energy, L.L.C. (9753). The Debtors' address is 701 Cedar Lake Boulevard, Oklahoma City, OK 73114.

Exhibit B

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
CHAPARRAL ENERGY, INC., <i>et al.</i> , ¹	)	Case No. 20-11947 (MFW)
Debtors.	)	(Jointly Administered)
	)	Re: Docket No. 116

**ORDER APPROVING APPLICATION OF DEBTORS FOR AUTHORITY
TO (I) EMPLOY AND RETAIN ROTHSCHILD & CO US INC. AND INTREPID
PARTNERS, LLC AS INVESTMENT BANKERS FOR THE DEBTORS *NUNC PRO
TUNC* TO THE PETITION DATE AND (II) WAIVE CERTAIN INFORMATION
DISCLOSURE REQUIREMENTS**

Upon the application (the "Application")² of the Debtors, for entry of an order (this "Order"), pursuant to sections 327(a) and 328(a) of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016, and Local Rules 2014-1 and 2016-2(h), (i) authorizing the Debtors to retain and employ Rothschild & Co and Intrepid as investment bankers for the Debtors *nunc pro tunc* to the Petition Date, in accordance with the terms and conditions set forth in the Engagement Letter, (ii) approving the terms of the Investment Bankers' employment and retention, including the Fee and Expense Structure and the indemnification, contribution, reimbursement and related

¹ The Debtors in these cases, along with the last four digits (or five digits, in cases in which multiple Debtors have the same last four digits) of each Debtor's federal tax identification number, are: CEI Acquisition, L.L.C. (1817); CEI Pipeline, L.L.C. (6877); Chaparral Biofuels, L.L.C. (1066); Chaparral CO2, L.L.C. (1656); Chaparral Energy, Inc. (90941); Chaparral Energy, L.L.C. (20941); Chaparral Exploration, L.L.C. (1968); Chaparral Real Estate, L.L.C. (1655); Chaparral Resources, L.L.C. (1710); Charles Energy, L.L.C. (3750); Chestnut Energy, L.L.C. (9730); Green Country Supply, Inc. (2723); Roadrunner Drilling, L.L.C. (2399); and Trabajo Energy, L.L.C. (9753). The Debtors' address is 701 Cedar Lake Boulevard, Oklahoma City, OK 73114.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

provisions set forth in the Engagement Letter, (iii) waiving certain informational requirements of Local Rule 2016-2, and (iv) granting such other and further relief as is just and proper, as described more fully in the Application; and the Court having jurisdiction to consider the matters raised in the Application pursuant to 28 U.S.C. § 1334 and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012; and the Court having authority to hear the matters raised in the Application pursuant to 28 U.S.C. § 157; and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and consideration of the Application and the relief requested therein being a core proceeding that the Court can determine pursuant to 28 U.S.C. § 157(b)(2); and due and proper notice of the Application and opportunity for a hearing on the Application having been given to the parties listed therein; and it appearing that no other or further notice need be provided; and the Court having reviewed and considered the Application, the Glodowski Declaration and the Gehring Declaration; and the Court having held a hearing on the Application; and the Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and the Court having found that the terms and conditions of the Investment Bankers' employment, including but not limited to the Fee and Expense Structure set forth in the Engagement Letter and summarized in the Application, are reasonable as required by section 328(a) of the Bankruptcy Code; and the Court having found that each of the Investment Bankers is a "disinterested person" as that term is defined in section 101(14) of the Bankruptcy Code; and the Court having found that the relief requested in the Application being in the best interests of the Debtors, their creditors, their estates and all other parties in interest; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The relief requested in the Application is hereby granted as set forth herein.
2. The Debtors are hereby authorized, pursuant to sections 327 and 328(a) of the Bankruptcy Code, Bankruptcy Rule 2014 and Local Rule 2014-1, to employ and retain Rothschild & Co and Intrepid as their investment bankers in accordance with the terms and conditions set forth in the Engagement Letter, effective *nunc pro tunc* to the Petition Date, and to pay fees and reimburse expenses to the Investment Bankers on the terms and at the times specified in the Engagement Letter, subject to the modifications set forth herein.
3. The terms of the Engagement Letter, attached hereto as Exhibit 1, are approved in all respects except as limited or modified herein.
4. All of the Investment Bankers' compensation set forth in the Engagement Letter, including, without limitation, the Fee and Expense Structure, is approved pursuant to section 328(a) of the Bankruptcy Code and each Investment Banker shall be compensated and reimbursed pursuant to section 328(a) of the Bankruptcy Code in accordance with the terms of the Engagement Letter, subject to the procedures set forth in the Bankruptcy Code, the Bankruptcy Rules, the Local Rules and any other applicable orders of the Court.
5. None of the fees payable to the Investment Bankers shall constitute a "bonus" or fee enhancement under applicable law.
6. Rothschild & Co and Intrepid shall each file fee applications for interim and final allowance of compensation for services and reimbursement of expenses pursuant to the procedures set forth in sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the UST Guidelines and any applicable orders of this Court; *provided, however*, the fee applications filed by Rothschild & Co and Intrepid shall be subject to review only pursuant to

the standard of review set forth in section 328 of the Bankruptcy Code and not subject to the standard of review set forth in section 330 of the Bankruptcy Code. Pursuant to the agreement between Rothschild & Co and Intrepid, the fee applications filed by Rothschild & Co and Intrepid shall each reflect only Rothschild & Co's or Intrepid's 50% share of the aggregate fees being sought by the Investment Bankers pursuant to the Engagement Letter.

7. Notwithstanding any provision to the contrary in this Order, the U.S. Trustee shall have the right to object to Rothschild & Co and Intrepid's requests for interim and final compensation based on the reasonableness standard provided in section 330 of the Bankruptcy Code. This Order and the record relating to the Court's consideration of the Application shall not prejudice or otherwise affect the rights of the U.S. Trustee to challenge the reasonableness of the Investment Bankers' fees under the standard set forth in the preceding sentence. Accordingly, nothing in this Order or the record shall constitute a finding of fact or conclusion of law binding the U.S. Trustee, on appeal or otherwise, with respect to the reasonableness of the Investment Bankers' fees.

8. The requirements of the Bankruptcy Code, the Bankruptcy Rules, the U.S. Trustee Guidelines, Local Rule 2016-2, and any other orders and procedures of this Court are hereby modified such that the Investment Bankers' professionals shall be permitted to keep professional time records in half hour increments, shall not be required to keep time records on a project category basis, and shall not be required to provide or conform to any schedule of hourly rates.

9. Rothschild & Co and/or Intrepid's Monthly Fee shall be prorated for any month in which Rothschild & Co and/or Intrepid is not employed for each day of the month.

10. The Debtors shall be bound by the indemnification, contribution, reimbursement, exculpation, and other provisions of the Engagement Letter and will indemnify and hold harmless the Investment Bankers and the other Indemnified Parties, pursuant to the Engagement Letter, subject, during the pendency of the chapter 11 cases, to the following:

(a) The Indemnified Parties shall not be entitled to indemnification, contribution or reimbursement pursuant to the Engagement Letter for services, unless such services and the indemnification, contribution, or reimbursement therefor are approved by the Court;

(b) The Debtors shall have no obligation to indemnify any Indemnified Party, or provide contribution, or reimbursement to any Indemnified Party, for any claim or expense that is either: (i) judicially determined (the determination having become final) to have arisen from such Indemnified Party's gross negligence, fraud, willful misconduct, breach of fiduciary duty, if any, bad faith, or self-dealing, (ii) for a contractual dispute in which the Debtors allege the breach of such Indemnified Party's contractual obligations, unless the Court determines that indemnification, contribution or reimbursement would be permissible pursuant to *In re United Artists Theatre Co.*, 315 F.3d 217 (3d Cir. 2003), or (iii) settled prior to a judicial determination as to the exclusions set forth in clauses (i) and (ii) above, but determined by the Court, after notice and a hearing, to be a claim or expense for which such Indemnified Party should not receive indemnity, contribution, or reimbursement under the terms of the Engagement Letter as modified by this Order; and

(c) If, before the earlier of (i) the entry of an order confirming a chapter 11 plan in the chapter 11 cases (that order having become a final order no longer subject to appeal) and (ii) the entry of an order closing the chapter 11 cases, any Indemnified Party

believes that it is entitled to the payment of any amounts by the Debtors on account of the Debtors' indemnification, contribution, and/or reimbursement obligations under the Engagement Letter (as modified by this Order), including, without limitation, the advancement of defense costs, such Indemnified Party must file an application therefor in the Court, and the Debtors may not pay any such amounts to such Indemnified Party before the entry of an order by the Court approving the payment. This subparagraph (c) is intended only to specify the period of time under which the Court shall have jurisdiction over any request for fees and expenses by the Indemnified Parties for indemnification, contribution, or reimbursement, and not a provision limiting the duration of the Debtors' obligation to indemnify the Indemnified Parties. All parties in interest shall retain the right to object to any demand by any Indemnified Party for indemnification, contribution, or reimbursement.

11. Exhibit A of the Engagement Letter is modified by deleting the following clause therefrom: "provided, that, in no event shall the aggregate contribution of all such Indemnified Parties exceed the amount of fees received by the Advisors under this Agreement."

12. Notwithstanding anything in the Application or the Engagement Letter to the contrary, the New Capital Fee earned by and payable to the Investment Bankers in connection with the Rights Offering and/or Backstop Commitment Agreement (each as defined in the Plan), shall equal 3% of the face amount of such capital raised.

13. In the event that, during the pendency of these cases, Rothschild & Co or Intrepid seeks reimbursement for any attorneys' fees and/or expenses, the invoices and supporting time records from such attorneys, appropriately redacted to preserve applicable privileges, shall be included in Rothschild & Co or Intrepid's fee applications and such invoices and time records

shall be in compliance with the Bankruptcy Local Rules, and shall be subject to the U.S. Trustee Guidelines and approval of the Court under the standards of Bankruptcy Code sections 330 and 331, without regard to whether such attorney has been retained under Bankruptcy Code section 327; *provided, however*, that neither Rothschild & Co nor Intrepid shall be permitted to seek reimbursement from the Debtors' estates for any attorney's fees incurred in defending against any objections to any of Rothschild & Co's or Intrepid's fee applications filed in these bankruptcy cases.

14. Notwithstanding anything in the Application, Declarations or Engagement Letter to the contrary, to the extent that Rothschild & Co and/or Intrepid uses the professional financial advisory or investment banking services of independent contractors, subcontractors or employees of affiliates or subsidiaries (collectively, the "Contractors") in these cases, Rothschild & Co and/or Intrepid shall (i) pass-through the cost of such Contractors to the Debtors at the same rate that Rothschild & Co and/or Intrepid pays the Contractors, (ii) seek reimbursement for actual costs only, (iii) ensure that the Contractors are subject to the same conflict checks as required for Rothschild & Co and/or Intrepid and (iv) file with the Court any disclosures required by Bankruptcy Rule 2014.

15. To the extent the Debtors wish to expand the scope of Rothschild & Co and/or Intrepid's services beyond those services set forth in the Declarations, Engagement Letter or this Order, the Debtors shall be required to seek further approval from this Court.

16. Notwithstanding the automatic stay, in light of the facts and circumstances of this case, Intrepid is authorized to deposit the Debtors' check issued on March 5, 2020, in the amount of \$66,604.96, which was received pre-petition but was unable to be deposited as a result the COVID-19 pandemic and the office closures related thereto.

17. The Investment Bankers shall use their reasonable efforts and will coordinate with the Debtors and its other retained professionals, not to duplicate any of the services provided to the Debtors by any of its other retained professionals.

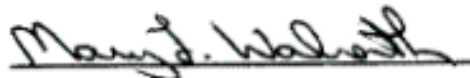
18. Notwithstanding any Bankruptcy Rule or Local Rule that might otherwise delay the effectiveness of this Order, the terms and conditions of this Order shall be effective and enforceable immediately upon its entry.

19. To the extent that there may be any inconsistency between the terms of the Application or the Engagement Letter, on the one hand, and this Order, on the other hand, the terms of this Order shall govern.

20. The Debtors and the Investment Bankers are authorized to take all such actions as are necessary or appropriate to implement the terms of this Order.

21. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: September 10th, 2020
Wilmington, Delaware



MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE

Exhibit C

Summary of Hours of Service by Rothschild & Co (8/16/2020 – 10/14/2020)

Professional	Position	Total hours
Kevin Glodowski	Managing Director	63.5
Rolf Arnold	Director	72.0
Andrew Pavloff	Associate	85.5
Jonathan Lubash	Analyst	93.5
Total		314.5

Further, the table below displays a summary of hours spent by each professional on each project task during the Compensation Period.

Hours detail (8/16/2020 – 10/14/2020)

	Kevin Glodowski	Rolf Arnold	Andrew Pavloff	Jonathan Lubash	Total
Case administration	11.5	2.5	0.5	-	14.5
Court hearings / filings	22.0	20.0	11.0	9.0	62.0
Creditor calls / meetings	3.5	1.0	1.0	1.0	6.5
Due diligence	1.5	5.0	12.0	14.5	33.0
Financial analysis	5.0	26.0	40.0	44.5	115.5
General presentations	-	-	4.0	5.5	9.5
Internal meetings	12.0	3.5	5.0	5.5	26.0
Management and Co. advisor calls / meetings	5.5	7.5	5.0	5.5	23.5
Fee statements / monthly invoices	2.5	6.5	7.0	8.0	24.0
Total	63.5	72.0	85.5	93.5	314.5

Kevin Glodowski			
Date	Hours	Task category	Explanation
8/16/2020	0.5	Court hearings / filings	Review first day pleadings
8/17/2020	0.5	Internal meetings	Correspondence with counsel for first day prep
8/17/2020	0.5	Court hearings / filings	Attend emergency hearing
8/17/2020	2.0	Court hearings / filings	Review documentation
8/17/2020	0.5	Creditor calls / meetings	Correspondence with Notes advisors on cash flow
8/18/2020	0.5	Internal meetings	Internal discussion on cash flow analysis
8/18/2020	0.5	Case administration	Correspondence with counsel for first day prep
8/18/2020	1.0	Court hearings / filings	Attend first day hearing
8/19/2020	1.0	Management and Co. advisor calls / meetings	Standing call with client
8/19/2020	0.5	Management and Co. advisor calls / meetings	Call with counsel
8/19/2020	0.5	Creditor calls / meetings	Correspondence with Notes advisors
8/19/2020	1.0	Court hearings / filings	Review retention application
8/20/2020	0.5	Internal meetings	Internal correspondence on retention application
8/20/2020	0.5	Due diligence	Review parties in interest table
8/21/2020	0.5	Creditor calls / meetings	Respond to inbound
8/22/2020	1.0	Court hearings / filings	Review retention application and related correspondence
8/24/2020	1.0	Management and Co. advisor calls / meetings	Call with client to discuss case timelines / workstreams
8/24/2020	0.5	Financial analysis	Review analysis and related correspondence
8/25/2020	0.5	Financial analysis	Review forecast and related correspondence
8/25/2020	0.5	Creditor calls / meetings	Correspondence with Notes advisors / internal
8/26/2020	1.0	Fee statements / monthly invoices	Prepare hours
8/26/2020	1.0	Court hearings / filings	Listen to hearing on shortening notice period
8/26/2020	0.5	Financial analysis	Review analysis for creditors
8/27/2020	1.0	Financial analysis	Review cash flow analysis
8/27/2020	0.5	Case administration	Correspondence with Notes advisors
8/28/2020	0.5	Case administration	Correspondence regarding confirmation declarations
8/31/2020	0.5	Case administration	Review correspondence with creditors advisors
9/1/2020	1.0	Court hearings / filings	Review valuation confirmation declaration
9/2/2020	1.0	Financial analysis	Review recent valuation declarations from other cases
9/2/2020	0.5	Internal meetings	Internal correspondence on plan terms
9/2/2020	1.0	Court hearings / filings	Review backstop declaration
9/3/2020	2.5	Court hearings / filings	Review and comment on backstop declaration
9/3/2020	1.0	Case administration	Correspondence on credit documentation
9/4/2020	1.5	Internal meetings	Internal correspondence on UST retention questions
9/4/2020	0.5	Court hearings / filings	Review and comment on backstop declaration
9/4/2020	0.5	Financial analysis	Review capital structure trading data
9/5/2020	0.5	Case administration	Correspondence on credit documentation
9/5/2020	0.5	Internal meetings	Internal correspondence on UST retention questions
9/6/2020	0.5	Financial analysis	Review comments to valuation confirmation declaration
9/7/2020	0.5	Internal meetings	Internal correspondence on UST retention questions
9/8/2020	0.5	Case administration	Correspondence with counsel on documentation
9/8/2020	1.5	Court hearings / filings	Review of backstop declaration
9/8/2020	0.5	Case administration	Correspondence with counsel
9/8/2020	0.5	Internal meetings	Internal correspondence on lender diligence
9/8/2020	0.5	Creditor calls / meetings	Correspondence with Notes advisors
9/8/2020	0.5	Internal meetings	Internal correspondence on UST retention comments
9/9/2020	1.0	Internal meetings	Internal correspondence on client request
9/9/2020	0.5	Case administration	Correspondence with lender advisor on plan term
9/9/2020	0.5	Management and Co. advisor calls / meetings	Standing call with client
9/9/2020	1.5	Management and Co. advisor calls / meetings	Calls with client to discuss retention terms
9/9/2020	2.0	Internal meetings	Internal correspondence on retention terms
9/9/2020	0.5	Court hearings / filings	Review of credit agreement comps
9/10/2020	1.0	Court hearings / filings	Review amendment to retention order and related correspondence
9/10/2020	0.5	Court hearings / filings	Review docket
9/11/2020	0.5	Case administration	Review correspondence on credit documentation
9/15/2020	1.0	Court hearings / filings	Review plan supplement
9/18/2020	0.5	Case administration	Correspondence with counsel on plan documentation
9/21/2020	1.0	Court hearings / filings	Review confirmation objections
9/21/2020	1.0	Court hearings / filings	Review of precedent confirmation objections
9/21/2020	0.5	Case administration	Correspondence with counsel on confirmation objections
9/22/2020	1.0	Case administration	Correspondence with counsel on confirmation objections
9/22/2020	0.5	Creditor calls / meetings	Correspondence with creditor advisors on confirmation objections
9/23/2020	0.5	Creditor calls / meetings	Call with creditor advisors on confirmation objections
9/23/2020	1.0	Case administration	Review board of directors correspondence
9/24/2020	1.0	Due diligence	Respond to creditor advisor due diligence request
9/27/2020	1.0	Case administration	Review valuation declaration and related correspondence

Kevin Glodowski			
Date	Hours	Task category	Explanation
9/30/2020	1.0	Management and Co. advisor calls / meetings	Standing call with client
9/30/2020	1.0	Internal meetings	Internal correspondence regarding exit facility
9/30/2020	1.5	Court hearings / filings	Review plan documentation
9/30/2020	1.0	Court hearings / filings	Confirmation hearing prep with advisors
10/1/2020	0.5	Internal meetings	Internal correspondence regarding plan implementation
10/1/2020	0.5	Financial analysis	Review input to funds flow
10/1/2020	0.5	Court hearings / filings	Attend confirmation hearing
10/2/2020	0.5	Court hearings / filings	Review emergence checklist
10/2/2020	1.0	Internal meetings	Internal correspondence on funds flow / share calcs
10/7/2020	1.0	Case administration	Review and correspondence with counsel on 2L indenture
10/8/2020	0.5	Case administration	Review press release
10/13/2020	0.5	Internal meetings	Closing call with advisors
10/13/2020	0.5	Case administration	Correspondence with counsel on open items
10/14/2020	0.5	Internal meetings	Closing call with advisors
10/20/2020	1.5	Fee statements / monthly invoices	Prepare hours

Rolf Arnold			
Date	Hours	Task category	Explanation
8/16/2020	1.0	Court hearings / filings	Review first day pleadings
8/17/2020	0.5	Court hearings / filings	Emergency fuel card hearing
8/17/2020	0.5	Management and Co. advisor calls / meetings	CHAP 7+5 model call with Company
8/17/2020	2.0	Court hearings / filings	Preparation / coordination for potential 1st day hearing materials
8/17/2020	0.5	Creditor calls / meetings	Correspondence with Notes advisors on cash flow
8/18/2020	1.0	Court hearings / filings	1st day hearing
8/18/2020	0.5	Due diligence	Cost modelling call with Opportune
8/18/2020	0.5	Internal meetings	Internal discussion on cash flow analysis
8/19/2020	1.0	Management and Co. advisor calls / meetings	Weekly call with Company management
8/19/2020	1.0	Financial analysis	7+5 corporate model adjustments
8/19/2020	0.5	Due diligence	Diligence questions for FTI
8/19/2020	1.0	Court hearings / filings	Review retention application
8/20/2020	0.5	Financial analysis	7+5 corporate model adjustments
8/20/2020	0.5	Financial analysis	Calls with Company on model diligence
8/20/2020	0.5	Due diligence	Review parties in interest table
8/22/2020	1.0	Financial analysis	Review of 7+5 corporate model adjustments
8/23/2020	0.5	Court hearings / filings	Review retention application
8/23/2020	0.5	Management and Co. advisor calls / meetings	Workstreams call
8/24/2020	1.0	Financial analysis	Assiting DPW on inputs for legal documentation
8/24/2020	1.0	Management and Co. advisor calls / meetings	Call with client to discuss case timelines / workstreams
8/25/2020	0.5	Internal meetings	Correspondance with Company counsel for hearing prep
8/26/2020	0.5	Fee statements / monthly invoices	Hours tracking organization
8/26/2020	1.0	Court hearings / filings	Motion to shorten notice period hearing
8/27/2020	1.5	Due diligence	Precedent backstop mechanics and rights offering review
8/27/2020	1.0	Financial analysis	Review cash flow analysis
9/1/2020	1.0	Financial analysis	Review of model updates for splits
9/2/2020	1.0	Financial analysis	Business plan review
9/2/2020	0.5	Financial analysis	Review of warrant calculation
9/2/2020	1.0	Court hearings / filings	Review backstop declaration
9/3/2020	0.5	Financial analysis	Review of warrant calculation
9/3/2020	0.5	Internal meetings	Call to discuss warrant dilution
9/3/2020	1.0	Court hearings / filings	Review of backstop declaration
9/4/2020	1.0	Court hearings / filings	Review of UST retention application questions
9/4/2020	0.5	Court hearings / filings	Review and comment on backstop declaration
9/7/2020	1.0	Financial analysis	Review of warrant documentation
9/7/2020	0.5	Due diligence	UST question diligence
9/8/2020	0.5	Due diligence	Review of credit agreement and warrant documentation
9/8/2020	1.0	Court hearings / filings	Review of backstop declaration
9/8/2020	1.0	Financial analysis	Review of credit agreement and equity splits model
9/8/2020	2.0	Financial analysis	Review of corporate model
9/9/2020	0.5	Management and Co. advisor calls / meetings	Weekly call with Company management
9/9/2020	1.0	Due diligence	Exit Facility diligence
9/9/2020	1.0	Internal meetings	Internal correspondence on client request
9/9/2020	1.0	Court hearings / filings	Review of credit agreement comps
9/14/2020	1.0	Court hearings / filings	Review plan supplement
9/25/2020	1.0	Court hearings / filings	Work on confirmation brief
9/21/2020	1.0	Court hearings / filings	Review confirmation objections
9/21/2020	1.0	Court hearings / filings	Review of precedent confirmation objections
9/27/2020	1.0	Case administration	Review valuation declaration and related correspondence
9/29/2020	1.0	Court hearings / filings	Share issuance calculation for plan of reorganization
9/29/2020	0.5	Management and Co. advisor calls / meetings	Call with DPW regarding share issuance calculation for Plan
9/30/2020	1.0	Financial analysis	Share and warrant count issuance analysis
9/30/2020	1.0	Financial analysis	Allocation of debt and equity at emergence analysis
9/30/2020	0.5	Management and Co. advisor calls / meetings	Weekly call with Company management
9/30/2020	1.0	Court hearings / filings	Review plan documentation
9/30/2020	1.0	Court hearings / filings	Confirmation hearing prep with advisors
10/1/2020	1.0	Financial analysis	Share issuance analysis
10/1/2020	1.0	Financial analysis	Review of registration rights document
10/1/2020	0.5	Financial analysis	Fund flow review
10/1/2020	1.0	Financial analysis	Review of registration rights document
10/1/2020	1.0	Financial analysis	Share and warrant count issuance analysis
10/1/2020	1.0	Financial analysis	Fund flow review
10/1/2020	0.5	Management and Co. advisor calls / meetings	Call with DPW regarding the registration rights document
10/1/2020	0.5	Court hearings / filings	Confirmation hearing
10/1/2020	1.0	Case administration	Emergence checklist call
10/2/2020	0.5	Management and Co. advisor calls / meetings	Call with DPW regarding share issuance amount
10/2/2020	1.0	Management and Co. advisor calls / meetings	All parties call on emergence checklist
10/2/2020	1.5	Financial analysis	Authorized share issuance calculations
10/2/2020	1.0	Internal meetings	Internal correspondence on funds flow / share calcs
10/4/2020	1.0	Fee statements / monthly invoices	Preparing final fee application
10/6/2020	1.0	Financial analysis	Analysis on warrant strike price calculation

Rolf Arnold			
Date	Hours	Task category	Explanation
10/7/2020	0.5	Creditor calls / meetings	Call with DPW, Stroock and PWP on backstop share allocations
10/7/2020	1.0	Financial analysis	Review of backstop declaration
10/8/2020	1.0	Financial analysis	Equity splits / business plan modelling
10/8/2020	1.0	Financial analysis	Review of number of warrants to be issued
10/8/2020	0.5	Case administration	Review press release
10/12/2020	1.0	Financial analysis	Share allocation analysis
10/13/2020	0.5	Management and Co. advisor calls / meetings	Closing call
10/14/2020	0.5	Management and Co. advisor calls / meetings	Closing call
10/21/2020	1.0	Fee statements / monthly invoices	Review fee application
10/21/2020	4.0	Fee statements / monthly invoices	Review of final fee application

Andrew Pavloff			
Date	Hours	Task category	Explanation
8/17/2020	0.5	Court hearings / filings	Emergency fuel card hearing
8/17/2020	0.5	Management and Co. advisor calls / meetings	CHAP 7+5 model call with Company
8/17/2020	3.5	General presentations	Preparation / coordination for potential 1st day hearing materials
8/17/2020	0.5	Creditor calls / meetings	Correspondence with Notes advisors on cash flow
8/18/2020	0.5	Due diligence	Cost modelling call with Opportune
8/18/2020	1.0	Court hearings / filings	1st day hearing
8/18/2020	0.5	Internal meetings	Internal discussion on cash flow analysis
8/19/2020	1.0	Management and Co. advisor calls / meetings	Weekly call with Company management
8/19/2020	1.0	Financial analysis	7+5 corporate model adjustments
8/19/2020	0.5	Due diligence	Diligence questions for FTI
8/20/2020	3.0	Financial analysis	7+5 corporate model adjustments
8/20/2020	0.5	Financial analysis	Calls with Company on model diligence
8/20/2020	0.5	Due diligence	Diligence questions for FTI
8/21/2020	0.5	Due diligence	Assisting DPW on inputs for legal documentation
8/22/2020	0.5	Due diligence	Assisting DPW on inputs for legal documentation
8/22/2020	2.0	Financial analysis	7+5 corporate model adjustments
8/23/2020	0.5	Court hearings / filings	Review retention application
8/23/2020	0.5	Case administration	Hours tracking organization
8/23/2020	0.5	Management and Co. advisor calls / meetings	Workstreams call
8/24/2020	1.5	Financial analysis	Review / financial analysis / correspondence with DPW
8/25/2020	0.5	Internal meetings	Correspondence with Company counsel for hearing prep
8/26/2020	0.5	Fee statements / monthly invoices	Hours tracking organization
8/27/2020	7.0	Due diligence	Precedent backstop mechanics and rights offering review
9/1/2020	4.0	Financial analysis	Model updates for splits
9/2/2020	1.5	Financial analysis	Business plan review
9/2/2020	1.0	Financial analysis	Warrant calculation analysis
9/3/2020	6.0	Financial analysis	Model updates for splits
9/3/2020	0.5	Internal meetings	Call to discuss warrant dilution
9/3/2020	1.0	Court hearings / filings	Review of backstop declaration
9/4/2020	1.0	Court hearings / filings	Review of UST retention application questions
9/7/2020	0.5	Due diligence	UST question diligence
9/7/2020	0.5	Court hearings / filings	IB declaration review
9/7/2020	0.5	Court hearings / filings	IB declaration review
9/8/2020	0.5	Due diligence	Backstop declaration diligence
9/8/2020	0.5	Court hearings / filings	IB declaration review
9/8/2020	1.0	Financial analysis	Review of credit agreement and equity splits model
9/8/2020	2.0	Financial analysis	Review of corporate model
9/9/2020	0.5	Management and Co. advisor calls / meetings	Weekly call with Company management
9/9/2020	1.5	Due diligence	Exit Facility diligence
9/9/2020	2.0	Court hearings / filings	Review of credit agreement comps
9/25/2020	1.0	Court hearings / filings	Confirmation brief review
9/28/2020	1.0	Financial analysis	Share calculation review
9/29/2020	0.5	Financial analysis	Share calculation review
9/29/2020	0.5	Management and Co. advisor calls / meetings	Call with DPW regarding share issuance calculation for Plan
9/30/2020	0.5	Management and Co. advisor calls / meetings	Weekly call with Company management
9/30/2020	0.5	Financial analysis	Share calculation review
9/30/2020	2.0	Financial analysis	Allocation of debt and equity at emergence analysis
9/30/2020	1.0	Court hearings / filings	Confirmation hearing prep with advisors
10/1/2020	1.5	Court hearings / filings	Registration Rights Agreement review
10/1/2020	0.5	General presentations	Management presentation request
10/1/2020	1.5	Fee statements / monthly invoices	Final fee application
10/1/2020	2.0	Financial analysis	Share calculation diligence
10/1/2020	2.0	Financial analysis	Funds flow analysis
10/1/2020	1.5	Financial analysis	Share calculation diligence
10/2/2020	0.5	Management and Co. advisor calls / meetings	Call with DPW regarding share issuance amount
10/2/2020	1.0	Internal meetings	Emergence checklist call
10/2/2020	0.5	Financial analysis	Funds flow analysis
10/2/2020	1.5	Financial analysis	Share calculation diligence
10/5/2020	1.5	Financial analysis	Share calculation diligence
10/6/2020	1.0	Financial analysis	Equity splits analysis
10/6/2020	1.0	Internal meetings	Internal memo drafting
10/7/2020	0.5	Internal meetings	Internal memo drafting
10/7/2020	0.5	Financial analysis	Equity splits analysis
10/7/2020	0.5	Creditor calls / meetings	Call with DPW, Stroock and PWP on backstop share allocations
10/8/2020	1.0	Financial analysis	Equity splits analysis
10/9/2020	1.0	Financial analysis	Share calculation diligence
10/9/2020	1.0	Internal meetings	Internal correspondence on client request
10/13/2020	0.5	Management and Co. advisor calls / meetings	Closing call
10/14/2020	0.5	Management and Co. advisor calls / meetings	Weekly call with Company management
10/14/2020	3.0	Fee statements / monthly invoices	Final fee application
10/21/2020	2.0	Fee statements / monthly invoices	Review of final fee application

Jonathan Lubash			
Date	Hours	Task category	Explanation
8/17/2020	0.5	Court hearings / filings	Emergency fuel card hearing
8/17/2020	0.5	Creditor calls / meetings	Correspondence with Notes advisors on cash flow
8/17/2020	0.5	Management and Co. advisor calls / meetings	CHAP 7+5 model call with Company
8/17/2020	3.5	General presentations	Preparation / coordination for potential 1st day hearing materials
8/18/2020	1.0	Court hearings / filings	1st day hearing
8/18/2020	0.5	Due diligence	Cost modelling call with Opportune
8/18/2020	0.5	Internal meetings	Internal discussion on cash flow analysis
8/19/2020	1.0	Management and Co. advisor calls / meetings	Weekly call with Company management
8/19/2020	3.0	Financial analysis	7+5 corporate model adjustments
8/19/2020	2.0	Due diligence	Diligence questions for FTI
8/20/2020	3.5	Financial analysis	7+5 corporate model adjustments
8/20/2020	0.5	Financial analysis	Calls with Company on model diligence
8/21/2020	1.0	Financial analysis	Pricing updates
8/21/2020	1.0	Due diligence	Assisting DPW on inputs for legal documentation
8/22/2020	3.0	Financial analysis	7+5 corporate model adjustments
8/23/2020	0.5	Court hearings / filings	Review retention application
8/23/2020	0.5	Management and Co. advisor calls / meetings	Workstreams call
8/24/2020	2.0	Financial analysis	Review / financial analysis / correspondence with DPW
8/25/2020	0.5	Internal meetings	Correspondence with Company counsel for hearing prep
8/27/2020	7.0	Due diligence	Precedent backstop mechanics and rights offering review
8/28/2020	1.0	Financial analysis	Pricing updates
9/1/2020	1.0	Financial analysis	Model updates for splits
9/2/2020	1.0	Financial analysis	Business plan review
9/2/2020	1.0	Financial analysis	Warrant calculation analysis
9/3/2020	3.0	Financial analysis	Model updates for splits
9/3/2020	1.0	Court hearings / filings	Review of backstop declaration
9/3/2020	0.5	Internal meetings	Call to discuss warrant dilution
9/4/2020	1.0	Financial analysis	Pricing updates
9/7/2020	2.0	Due diligence	UST question diligence
9/8/2020	1.0	Court hearings / filings	Review of backstop declaration
9/8/2020	1.0	Financial analysis	Review of credit agreement and equity splits model
9/8/2020	2.0	Financial analysis	Review of corporate model
9/9/2020	2.0	Due diligence	Exit Facility diligence
9/9/2020	0.5	Management and Co. advisor calls / meetings	Weekly call with Company management
9/9/2020	2.0	Court hearings / filings	Review of credit agreement comps
9/11/2020	1.0	Financial analysis	Pricing updates
9/18/2020	1.0	Financial analysis	Pricing updates
9/25/2020	1.0	Financial analysis	Pricing updates
9/25/2020	1.0	Court hearings / filings	Work on confirmation brief
9/28/2020	2.0	Financial analysis	Share calculation review
9/29/2020	1.0	Financial analysis	Share calculation review
9/29/2020	0.5	Management and Co. advisor calls / meetings	Call with DPW regarding share issuance calculation for Plan
9/30/2020	1.0	Management and Co. advisor calls / meetings	Weekly call with Company management
9/30/2020	1.0	Financial analysis	Share calculation review
9/30/2020	2.0	Financial analysis	Allocation of debt and equity at emergence analysis
9/30/2020	1.0	Court hearings / filings	Confirmation hearing prep with advisors
10/1/2020	1.0	Court hearings / filings	Confirmation hearing
10/1/2020	2.0	General presentations	Management presentation request
10/1/2020	2.0	Fee statements / monthly invoices	Final fee application
10/1/2020	2.0	Financial analysis	Share calculation diligence
10/1/2020	3.0	Financial analysis	Funds flow analysis
10/2/2020	0.5	Management and Co. advisor calls / meetings	Call with DPW regarding share issuance amount
10/2/2020	1.0	Internal meetings	Emergence checklist call
10/2/2020	1.0	Financial analysis	Funds flow analysis
10/5/2020	2.0	Financial analysis	Share calculation diligence
10/6/2020	2.0	Financial analysis	Equity splits analysis
10/6/2020	1.0	Internal meetings	Internal memo drafting
10/7/2020	1.0	Internal meetings	Internal memo drafting
10/7/2020	0.5	Creditor calls / meetings	Call with DPW, Stroock and PWP on backstop share allocations
10/8/2020	0.5	Financial analysis	Equity splits analysis
10/9/2020	1.0	Financial analysis	Share calculation diligence
10/9/2020	1.0	Internal meetings	Internal correspondence on client request
10/10/2020	1.0	Fee statements / monthly invoices	Final fee application
10/13/2020	0.5	Management and Co. advisor calls / meetings	Closing call
10/14/2020	0.5	Management and Co. advisor calls / meetings	Weekly call with Company management
10/20/2020	4.0	Fee statements / monthly invoices	Final fee application
10/21/2020	1.0	Fee statements / monthly invoices	Review of final fee application

Exhibit D

Summary of expenses during the compensation period (August 16, 2020 through October 14, 2020)

Travel	-
Ground Transportation	-
Hotel	-
Legal Fees	35,599.75
Miscellaneous	-
Meals	-
Presentation	-
Copies	-
Research/Database	-
Telephone/Communications	-
Courier Services	-
Total	35,599.75



Debevoise & Plimpton LLP
919 Third Avenue
New York, NY 10022
+1 212 909 6000

October 1, 2020

Invoice No. : 1438524

Client Matter: 21689.1138

ROTHSCHILD & CO. US INC.
1251 Avenue of the Americas
New York, NY 10020
Attn: Homer Parkhill

FOR PROFESSIONAL SERVICES AND ADVICE rendered during the
period from July 6, 2020 through August 14, 2020 in connection with
Chapparel Energy matters.

Total Fees	\$18,881.50
Document Preparation, Communication, Other Charges and Disbursements	<u>\$110.39</u>
Total	<u>\$18,991.89</u>

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21689.1138 - CHAPPAREL ENERGY

2

Invoice Number: 1438524

Charges:

Word Processing and other document preparation charges 110.39

Sub-total for Charges: \$110.39

Total For Charges and Disbursements: 110.39

21689.1138 - CHAPPAREL ENERGY

3

Invoice Number: 1438524

Date	Timekeeper	Hours	Narrative
07/06/20	Cusano, Isabella	0.20	Emails to E. Worenklein and N. Kaluk re: revisions to Chaparral retention application.
07/07/20	Cusano, Isabella	3.20	Review and revisions to Chaparral retention application.
07/08/20	Cusano, Isabella	3.10	Drafting the declarations in support of the Rothschild Chaparral retention application.
07/11/20	Cusano, Isabella	0.50	Revisions to the Rothschild Chaparral retention application.
07/12/20	Cusano, Isabella	0.70	Revisions to Chaparral retention application, order and declarations (0.5); email to E. Worenklein re: same (0.2).
07/13/20	Cusano, Isabella	0.20	Correspondence with El Worenklen re: revisions to Chaparral retention application.
07/14/20	Worenklein, Elie J.	2.80	Revise Rothschild retention application for Chapparel.
07/16/20	Cusano, Isabella	0.50	Revisions to the Rothschild-Intrepid Chaparral application, order and declaration to conform with internal comments.
07/17/20	Cusano, Isabella	2.80	Revisions to the Rothchild-Intrepid retention application to conform with internal comments (2.4); emails with E. Worenklein re: same (0.4).
07/17/20	Worenklein, Elie J.	1.60	Further review and update Chapparel retention application.
07/21/20	Worenklein, Elie J.	1.20	Further revise CHAP retention application and draft email to client
08/10/20	Worenklein, Elie J.	2.60	Revise retention application for Chapparel; Emails with Rothschild re same
08/11/20	Worenklein, Elie J.	0.30	Phone call with Neil re Chap retention application questions
08/14/20	Worenklein, Elie J.	0.80	Emails with N. Chen re revisions to retention application; Review precedent
	Hours:	20.50	

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New York, NY 10022
+1 212 909 6000

Invoice Number: 1438524

October 1, 2020

ROTHSCHILD & CO. US INC.
1251 Avenue of the Americas
New York, NY 10020
Attn: Homer Parkhill

Remittance Summary
(Payment Due Upon Receipt)

Total Fees	\$18,881.50
Document Preparation, Communication, Other Charges and Disbursements	<u>\$110.39</u>
Total Amount Due	<u>\$18,991.89</u>

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919 Third Avenue
New York, NY 10022
+1 212 909 6000

November 9, 2020

Invoice No. : 1441288

Client Matter: 21689.1138

ROTHSCHILD & CO. US INC.
1251 Avenue of the Americas
New York, NY 10020
Attn: Homer Parkhill

FOR PROFESSIONAL SERVICES AND ADVICE rendered during the
period from August 19, 2020 through October 2, 2020 in connection
with Chapparel Energy matters.

Total Fees	\$32,253.00
Document Preparation, Communication, Other Charges and Disbursements	<u>\$0.00</u>
Total	<u>\$32,253.00</u>

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2

Invoice Number: 1441288

Date	Timekeeper	Hours	Narrative
08/19/20	Worenklein, Elie J.	2.10	Review DPW comments to retention application; Further revise and update application; Phone call with Intrepid re same
08/19/20	Cusano, Isabella	0.90	Revisions to the application and declaration to incorporate client comments (0.7); emails to E. Worenklein re: same (0.2).
08/20/20	Worenklein, Elie J.	1.40	Further revise and update retention application and share with DPW
08/21/20	Cusano, Isabella	0.60	Revisions to formatting and numbering of the Chaparral application and declarations (0.3); email to document production re: same (0.2); email to E. Worenklein re: same (0.1).
08/21/20	Worenklein, Elie J.	1.10	Emails with client re draft schedules; Further revise retention application
08/22/20	Cusano, Isabella	0.10	Formatting revisions to the application and declaration.
08/23/20	Cusano, Isabella	0.20	Emails to E. Worenklein regarding finalizing edits and compiling of the Chaparral application.
08/23/20	Worenklein, Elie J.	0.80	Further revise retention application to incorporate debtors comments
08/24/20	Worenklein, Elie J.	2.80	Review and revise updated draft declaration; Phone call with DPW re same; Finalize exhibits for retention application prior to filing
08/24/20	Cusano, Isabella	0.50	Revisions to Chaparral application and declaration to incorporate client comments (0.4); email to E. Worenklein re: same (0.1).
08/24/20	Cusano, Isabella	3.40	Revisions to the Chaparral application and declarations to incorporate client comments (0.8); emails to E. Worenklein re: same (0.1); compiling the application, order, declarations and exhibits (0.6); emails to E. Worenklein re: same (0.2); final revisions to the compiled Chaparral application to incorporate updated interested party list entities and cleaning changes (1.1); emails to E. Worenklein re: same (0.3); emails to Rothschild and Intrepid to circulate the same (0.2); email to Davis Polk regarding final changes to the application (0.1).
08/25/20	Worenklein, Elie J.	0.50	Phone call with Intrepid re pre-petition payments; Emails with Intrepid re same
08/25/20	Cusano, Isabella	0.10	Pulling the filed application from the Chaparral docket.
08/26/20	Worenklein, Elie J.	0.60	Phone calls re Intrepid pre-petition payments
08/27/20	Worenklein, Elie J.	0.30	Phone call with Intrepid re retention question
08/28/20	Worenklein, Elie J.	0.40	Phone call with DPW re CHAP application
08/31/20	Worenklein, Elie J.	0.70	Phone call with Intrepid re supplemental declaration

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3

Invoice Number: 1441288

Date	Timekeeper	Hours	Narrative
09/03/20	Worenklein, Elie J.	0.40	Emails with DPW re valuation declaration; Phone call with DPW re UST outreach
09/03/20	Quigley, Nathaniel	1.10	Pull confirmation declarations from court dockets for Southcross and Pioneer Energy per E. Worenklein.
09/03/20	Cusano, Isabella	1.40	Drafting a supplemental declaration regarding the Intrepid check not cashed due to COVID-19.
09/04/20	Worenklein, Elie J.	0.40	Phone call with Intrepid; Review UST issues list
09/05/20	Worenklein, Elie J.	1.60	Review and markup draft valuation declaration
09/06/20	Worenklein, Elie J.	0.40	Further revise valuation declaration; Emails re UST questions
09/06/20	Cusano, Isabella	0.90	Review of and revisions to the confirmation declaration (0.6); emails to E. Worenklein re: same (0.3).
09/07/20	Cusano, Isabella	0.70	Drafting a supplemental declaration of Intrepid regarding check not cashed due to COVID (0.5); emails to E. Worenklein re: same (0.2).
09/07/20	Worenklein, Elie J.	1.30	Revise responses to UST questions; Review and comment on draft supplemental declaration
09/08/20	Worenklein, Elie J.	2.10	Prepare for and join call with UST and DPW; Draft recap email to client; Phone call with client re UST discussions; Revise proposed order; Draft email to UST re followup questions
09/08/20	Cusano, Isabella	0.80	Revisions to the first supplemental declaration (0.7); emails to E. Worenklein re: same (0.1).
09/09/20	Cusano, Isabella	0.10	Revisions to the first supplemental declaration.
09/09/20	Worenklein, Elie J.	1.90	Draft revised proposed order; Phone call with Rothschild re fee question; Draft supplemental declaration for Intrepid; Emails with UST and DPW re revised proposed order
09/10/20	Worenklein, Elie J.	1.00	Revise proposed order; Phone call with DPW re proposed order; Emails with client re proposed order and supplemental declaration edits; Revise and share valuation declaration
09/10/20	Cusano, Isabella	0.10	Emails to E. Worenklein re: the first supplemental declaration.
09/17/20	Worenklein, Elie J.	0.70	Emails with DPW re valuation declaration
09/24/20	Worenklein, Elie J.	0.20	Phone call with Intrepid re payment question
09/26/20	Worenklein, Elie J.	0.30	Review comments from DPW to valuation declaration
09/27/20	Worenklein, Elie J.	0.20	Review and comment on updated comments to Intrepid declaration
10/02/20	Worenklein, Elie J.	0.80	Phone call with DPW re payment question; Emails with Intrepid re funds flow
Hours:		32.90	

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4

Invoice Number: 1441288

Timekeeper Summary

Timekeeper	Hours	Rate	Amount
ELIE J. WORENKLEIN	22.00	1,115.00	24,530.00
ISABELLA CUSANO	9.80	760.00	7,448.00
Total For ASSOCIATE	31.80		31,978.00
NATHANIEL QUIGLEY	1.10	250.00	275.00
Total For LEGAL ASSISTANT	1.10		275.00
MATTER TOTALS	32.90		32,253.00

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919 Third Avenue
New York, NY 10022
+1 212 909 6000

Invoice Number: 1441288

November 9, 2020

ROTHSCHILD & CO. US INC.
1251 Avenue of the Americas
New York, NY 10020
Attn: Homer Parkhill

Remittance Summary
(Payment Due Upon Receipt)

Total Fees	\$32,253.00
Document Preparation, Communication, Other Charges and Disbursements	<u>\$0.00</u>
Total Amount Due	<u>\$32,253.00</u>

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November 13, 2020

Invoice No. : 1441320

Client Matter: 21689.1138

ROTHSCHILD & CO. US INC.
1251 Avenue of the Americas
New York, NY 10020
Attn: Homer Parkhill

FOR PROFESSIONAL SERVICES AND ADVICE rendered during the
period from November 1, 2020 through November 12, 2020 in
connection with Chapparel Energy.

Total Fees	\$2,453.00
Document Preparation, Communication, Other Charges and Disbursements	\$0.00
Total.....	<u>\$2,453.00</u>

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2

Invoice Number: 1441320

Date	Timekeeper	Hours	Narrative
11/08/20	Worenklein, Elie J.	0.30	Emails with Intrepid re final fee application.
11/11/20	Worenklein, Elie J.	0.20	Emails with Rothschild re final fee applications.
11/12/20	Worenklein, Elie J.	1.70	Review and comment on Rothschild and Intrepid draft final fee applications.
	Hours:	2.20	

Timekeeper Summary

Timekeeper	Hours	Rate	Amount
ELIE J. WORENKLEIN	2.20	1,115.00	2,453.00
Total For ASSOCIATE	2.20		2,453.00
MATTER TOTALS	2.20		2,453.00

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919 Third Avenue
New York, NY 10022
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Invoice Number: 1441320

November 13, 2020

ROTHSCHILD & CO. US INC.
1251 Avenue of the Americas
New York, NY 10020
Attn: Homer Parkhill

Remittance Summary
(Payment Due Upon Receipt)

Total Fees	\$2,453.00
Document Preparation, Communication, Other Charges and Disbursements	<u>\$0.00</u>
Total Amount Due	<u>\$2,453.00</u>

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Exhibit E

Invoice



Invoice # 1120 SA 9CHA037

Project Name: 314271

Date 13 November 2020

Project Number: Roadrunner

Chaparral Energy, Inc.
701 Cedar Lake Blvd.
Oklahoma City, OK 73114

Attention: Justin Byrne
VP, General Counsel & Secretary

Monthly advisory fee: September 1, 2020 – September 30, 2020	\$ 75,000.00
Monthly advisory fee: October 1, 2020 – October 14, 2020 (pro-rated)	33,870.97
New Capital Fee:	525,000.00
Completion Fee:	2,000,000.00
Less monthly fee credit:	(109,435.49)
Less New Capital fee credit:	(262,500.00)
Total Fees:	2,261,935.48
Out-of-pocket expenses:	34,706.00
Unpaid pre-petition expenses:	893.75
Amount Due	\$2,297,535.24

The disbursements and charges reflected on this statement are only those that have been booked at the end of this billing period. Disbursements and charges received after the closing date of this statement will be billed subsequently.

This invoice is due upon receipt

Rothschild & Co US Inc.
1251 Avenue of the Americas
New York, NY 10020
www.rothschildandco.com

Phone: (212) 403-3500
Fax: (212) 403-3501

