

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

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 In re: : Chapter 11  
 :  
 CHAPARRAL ENERGY, INC., *et al.*,<sup>1</sup> : Case No. 20-11947 (MFW)  
 :  
 Reorganized Debtors. : (Jointly Administered)  
 :  
 : **Re: Docket Nos. 254, 255, 256, 257, 258, 259 & 261**  
 :  
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**CERTIFICATION OF COUNSEL REGARDING OMNIBUS  
ORDER AWARDING FINAL ALLOWANCE OF COMPENSATION  
FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES**

The undersigned hereby certifies as follows:

1. The professionals (collectively, the “**Applicants**”) identified on the form of order attached hereto as **Exhibit 1** (the “**Omnibus Order**”) have filed and served final fee applications (each an “**Application**,” and collectively, the “**Applications**”) for the period from August 16, 2020 through October 14, 2020 (the “**Compensation Period**”) pursuant to this Court’s *Order Approving Disclosure Statement and Confirming the Debtors’ Amended Joint Prepackaged Chapter 11 Plan of Reorganization* [Docket No. 237]. By the Applications, the Applicants seek final approval of fees for services rendered and reimbursement for actual and necessary expenses incurred during the Compensation Period. Pursuant to the *Notice of Application and Hearing* filed with each Application, objections to the Applications, if any, were

<sup>1</sup> 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.



to be filed and served no later than the objection deadline set forth on each of the Applications (as applicable, the “**Objection Deadline**”), the last of which expired December 7, 2020.

3. Except for certain informal comments from the Office of the United States Trustee for the District of Delaware (the “**U.S. Trustee**”), neither the above-captioned debtors and debtors in possession (as reorganized, the “**Reorganized Debtors**”) nor, to the best of the Reorganized Debtors’ knowledge, information and belief, any of the Applicants received any formal or informal responses or objections to the Applications by the Objection Deadline, and no objection or responsive pleading to any of the Applications has appeared on the Court’s docket in the above-captioned cases. Further, to the extent applicable, the Applicants have addressed each of the comments of the U.S. Trustee.

4. The Omnibus Order has been circulated to, and is acceptable to, the Applicants. The Omnibus Order has also been circulated to the U.S. Trustee, and the U.S. Trustee has indicated that it does not have any objection to the Court’s entry of the Omnibus Order.

WHEREFORE, unless the Court has any questions or concerns regarding the Applications, the Reorganized Debtors respectfully request that the Court enter the Omnibus Order at its earliest convenience.

Dated: December 10, 2020  
Wilmington, Delaware

/s/ Travis J. Cuomo

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- and -

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*Counsel for the Reorganized Debtors*

**Exhibit 1**

**Omnibus Order**

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

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In re: : Chapter 11  
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Reorganized Debtors. : (Jointly Administered)  
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: **Re: Docket Nos. 254, 255, 256, 257, 258, 259 & 261**  
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**OMNIBUS ORDER AWARDING FINAL  
ALLOWANCE OF COMPENSATION FOR SERVICES  
RENDERED AND FOR REIMBURSEMENT OF EXPENSES**

Upon consideration of the final applications (each a “**Final Application**” and, collectively, the “**Final Applications**”) of those professionals listed on Exhibit A attached hereto (each an “**Applicant**” and, collectively, the “**Applicants**”), pursuant to, *inter alia*, sections 330(a) and 331 of chapter 11 of title 11 of the United States Code and Rule 2016 of the Federal Rules of Bankruptcy Procedure, for final allowance of compensation and reimbursement of expenses for professional services rendered and expenses incurred during the periods set forth on Exhibit A attached hereto (the “**Compensation Period**”), filed pursuant to the *Order Approving Disclosure Statement and Confirming the Debtors’ Amended Joint Prepackaged Chapter 11 Plan of Reorganization* [Docket No. 237], whereby the Court confirmed the *Debtors’ Amended Joint Prepackaged Chapter 11 Plan of Reorganization* (the “**Plan**”)<sup>2</sup>; and the Court having

<sup>1</sup> 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.

<sup>2</sup> Capitalized terms not otherwise defined herein have the meaning give to them in the Plan.

reviewed the Final Applications of each Applicant for allowance of final compensation for professional services and for reimbursement of expenses referenced on Exhibit A attached hereto; and the Court finding that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) notice of the Final Applications was adequate under the circumstances; and (c) all persons with standing have been afforded the opportunity to be heard on the Final Applications; and upon the full record of all proceedings in these cases; and sufficient cause having been shown therefor, it is HEREBY ORDERED THAT:

1. Each Final Application is GRANTED and APPROVED and each of the Applicants is allowed, on a final basis, compensation and reimbursement of expenses for the Compensation Period in the respective amounts set forth on Exhibit A, including any and all holdbacks.

2. The above-captioned reorganized debtors are authorized and directed to pay each of the Applicants one-hundred percent (100%) of the fees and one-hundred percent (100%) of the expenses listed on Exhibit A hereto that have not yet been paid in satisfaction of the allowed fees for services rendered and expenses incurred during the Compensation Period.

3. The above-captioned reorganized debtors are authorized and empowered to take such actions as may be necessary and appropriate to implement the terms of this Order.

4. This Order shall be deemed a separate order with respect to each of the Final Applications. Any stay of this Order pending appeal with respect to any one Applicant shall only apply to the particular Applicant that is the subject of such appeal, and shall not operate to stay the applicability and/or finality of this Order with respect to any other of the Applicants.

5. This Order shall be effective immediately upon its entry.

6. This Court shall retain jurisdiction over all matters arising from or related to the interpretation or implementation of this Order.

**Exhibit A****In re: Chaparral Energy, Inc., 20-11947 (MFW)**

<b>Name of Professional</b>	<b>Firms Role in Case</b>	<b>Final Period</b>	<b>Fees Requested</b>	<b>Expenses Requested</b>	<b>Fee Reduction</b>	<b>Expense Reduction</b>	<b>Final Fees Approved</b>	<b>Final Expenses Approved</b>
<b>Davis Polk &amp; Wardwell LLP</b>	Counsel to Debtors	8/16/20 - 10/14/20	\$2,279,226.50	\$9,971.13	\$0.00	\$0.00	\$2,279,226.50	\$9,971.13
<b>Richards, Layton &amp; Finger, P.A.</b>	Co-Counsel to the Debtors	8/16/20 - 10/14/20	\$333,280.50	\$3,938.70	\$0.00	\$0.00	\$333,280.50	\$3,938.70
<b>Kurtzman Carson Consultants LLC</b>	Administrative Advisor to the Debtors	8/16/20 - 10/14/20	\$4,390.80	\$0.00	\$0.00	\$0.00	\$4,390.80	\$0.00
<b>Opportune LLP</b>	Restructuring Advisor to the Debtors	8/16/20 - 10/14/20	\$416,512.00	\$0.00	\$0.00	\$0.00	\$416,512.00	\$0.00
<b>Rothschild &amp; Co US Inc.</b>	Investment Banker to the Debtors	8/16/20 - 10/14/20	\$2,261,935.48	\$35,599.75	\$0.00	\$893.75	\$2,261,935.48	\$34,706.00
<b>Intrepid Partners, LLC</b>	Investment Banker to the Debtors	8/16/20 - 10/14/20	\$2,261,935.48	\$0.00	\$0.00	\$0.00	\$2,261,935.48	\$0.00



<b>Name of Professional</b>	<b>Firms Role in Case</b>	<b>Final Period</b>	<b>Fees Requested</b>	<b>Expenses Requested</b>	<b>Fee Reduction</b>	<b>Expense Reduction</b>	<b>Final Fees Approved</b>	<b>Final Expenses Approved</b>
<b>Ernst &amp; Young LLP</b>	Valuation, Accounting, Restructuring and Tax Services Provide	8/16/20 - 10/14/20	\$194,272.00	\$0.00	\$0.00	\$0.00	\$194,272.00	\$0.00
<b>TOTAL</b>			<b>\$7,751,552.76</b>	<b>\$49,509.58</b>	<b>\$0.00</b>	<b>\$893.75</b>	<b>\$7,751,552.76</b>	<b>\$48,615.83</b>