

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

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 In re: : Chapter 11  
 :  
 CHAPARRAL ENERGY, INC., et al., : Case No. 16-11144 (LSS)  
 :  
 Debtors.<sup>1</sup> : Jointly Administered  
 :  
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**NOTICE OF SECOND AMENDED<sup>2</sup> AGENDA OF MATTERS SCHEDULED  
FOR HEARING ON JUNE 9, 2016 AT 11:00 A.M. (EDT)<sup>3</sup>**

**I. CONTINUED / RESOLVED MATTERS:**

1. Motion of Debtors for an Order Pursuant to 11 U.S.C. §§ 105(a), 345, 363, and 364, Fed. R. Bankr. P. 6003, and Del. Bankr. L.R. 2015-2 (I) Authorizing Continued Use of Existing Cash Management System, Including Maintenance of Existing Bank Accounts, Checks, and Business Forms, (II) Authorizing Continuation of Existing Deposit Practices, (III) Authorizing Continuation of Intercompany Transactions, and (IV) Granting Superpriority Status to Postpetition Intercompany Claims [Docket No. 10 - filed May 10, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT); extended to June 6, 2016 at 12:00 p.m. (EDT) for the Ad Hoc Committee of Senior Noteholders (the "Senior Notes")

Objections / Responses Received: None.

<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); Green Country Supply, Inc. (2723); and Roadrunner Drilling, L.L.C. (2399). The Debtors' address is 701 Cedar Lake Blvd., Oklahoma City, OK 73114.

<sup>2</sup> **Amended items appear in bold.**

<sup>3</sup> The hearing will be held before The Honorable Laurie Selber Silverstein at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6<sup>th</sup> Floor, Courtroom 2, Wilmington, Delaware 19801. Any person who wishes to appear telephonically at the June 9, 2016 hearing must contact COURTCALL, LLC at 866-582-6878 prior to 12:00 p.m. (noon) (EDT) on Wednesday, June 8, 2016 to register his/her telephonic appearance in accordance with the *Instructions for Telephonic Appearances Effective January 5, 2005, Revised April 27, 2009*.



Related Documents:

- i. Interim Order Under 11 U.S.C. §§ 105(a), 345, 363, and 364, Fed. R. Bankr. P. 6003, and Del. Bankr. L.R. 2015-2 (I) Authorizing Continued Use of Existing Cash Management System, Including Maintenance of Existing Bank Accounts, Checks, and Business Forms, (II) Authorizing Continuation of Existing Deposit Practices, (III) Authorizing Continuation of Intercompany Transactions, and (IV) Granting Superpriority Status to Postpetition Intercompany Claims [Docket No. 58 - filed May 11, 2016]
- ii. Notice of (A) Entry of Interim Order Under 11 U.S.C. §§ 105(a), 345, 363, and 364, Fed. R. Bankr. P. 6003, and Del. Bankr. L.R. 2015-2 (I) Authorizing Continued Use of Existing Cash Management System, Including Maintenance of Existing Bank Accounts, Checks, and Business Forms, (II) Authorizing Continuation of Existing Deposit Practices, (III) Authorizing Continuation of Intercompany Transactions, and (IV) Granting Superpriority Status to Postpetition Intercompany Claims and (B) Final Hearing Thereon [Docket No. 77 - filed May 12, 2016]

Status: The hearing on this matter has been continued to June 22, 2016 at 11 a.m. (EDT). Accordingly, a hearing on this matter is not required at this time.

2. Motion of Debtors for an Order Under 11 U.S.C. §§ 105(a), 327, 330, and 331 Authorizing Employment and Payment of Professionals Utilized in the Ordinary Course of Business [Docket No. 101 - filed May 19, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT); extended for the U.S. Trustee to June 3, 2016 at 4:00 p.m. (EDT)

Objections / Responses Received: Informal comments from the U.S. Trustee

Related Documents:

- i. Certification of Counsel Regarding Order Under 11 U.S.C. §§ 105(a), 327, 330, and 331 Authorizing Employment and Payment of Professionals Utilized in the Ordinary Course of Business [Docket No. 148 - filed June 3, 2016]
- ii. Order Under 11 U.S.C. §§ 105(a), 327, 330, and 331 Authorizing Employment and Payment of Professionals Utilized in the Ordinary Course of Business [Docket No. 150 - filed June 6, 2016]

Status: On June 6, 2016, the Court entered an order regarding this matter. Accordingly, a hearing on this matter is no longer necessary.

**II. UNCONTESTED MATTERS WITH CERTIFICATES OF NO OBJECTION:**

3. Motion of Debtors for Order Under 11 U.S.C. §§ 105(a), 363(b), 541, 1107(a), and 1108 and Fed. R. Bankr. P. 6003 Authorizing Payment of (I) Royalty Payments, (II) Working Interest Disbursements and (III) Lease Obligations [Docket No. 4 - filed May 9, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT)

Objections / Responses Received: None.

Related Documents:

- i. Interim Order Under 11 U.S.C. §§ 105(a), 363(b), 541, 1107(a), and 1108 and Fed. R. Bankr. P. 6003 Authorizing Payment of (I) Royalty Payments, (II) Working Interest Disbursements and (III) Lease Obligations [Docket No. 54 - filed May 11, 2016]
- ii. Notice of (A) Entry of Interim Order Under 11 U.S.C. §§ 105(a), 363(b), 541, 1107(a), and 1108 and Fed. R. Bankr. P. 6003 Authorizing Payment of (I) Royalty Payments, (II) Working Interest Disbursements and (III) Lease Obligations and (B) Final Hearing Thereon [Docket No. 73 - filed May 12, 2016]
- iii. Certificate of No Objection Regarding Motion of Debtors for Order Under 11 U.S.C. §§ 105(a), 363(b), 541, 1107(a), and 1108 and Fed. R. Bankr. P. 6003 Authorizing Payment of (I) Royalty Payments, (II) Working Interest Disbursements and (III) Lease Obligations [Docket No. 138 - filed June 3, 2016]
- iv. Final Order Under 11 U.S.C. §§ 105(a), 363(b), 541, 1107(a), and 1108 and Fed. R. Bankr. P. 6003 Authorizing Payment of (I) Royalty Payments, (II) Working Interest Disbursements and (III) Lease Obligations [Docket No. 158 - filed June 7, 2016]

Status: On June 7, 2016, the Court entered an order regarding this matter. Accordingly, a hearing on this matter is no longer necessary.

4. Motion of Debtors for Order (I) Under 11 U.S.C. §§ 105(a), 363(b), 364, 503(b)(9), 1107(a), and 1108 and Fed. R. Bankr. P. 6003 (I) Authorizing Payment of Prepetition Claims of Certain Critical Vendors and Service Providers; (II) Under 11 U.S.C. §§ 105(a), 363(c), and 503(b)(1)(A) and Fed. R. Bankr. P. 6003 Confirming Administrative Expense Priority Status of Debtors' Undisputed Obligations for Postpetition Delivery of Goods and Services; and (III) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers [Docket No. 8 - filed May 10, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT)

Objections / Responses Received: None.

Related Documents:

- i. Interim Order Under 11 U.S.C. §§ 105(a), 363(b), 364, 503(b)(9), 1107(a), and 1108 and Fed. R. Bankr. P. 6003 (I) Authorizing Payment of Prepetition Claims of Certain Critical Vendors and Service Providers; (II) Under 11 U.S.C. §§ 105(a), 363(c), and 503(b)(1)(A) and Fed. R. Bankr. P. 6003 Confirming Administrative Expense Priority Status of Debtors Undisputed Obligations for Postpetition Delivery of Goods and Services; and (III) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers [Docket No. 59 - filed May 11, 2016]
- ii. Notice of (A) Entry of Interim Order Under 11 U.S.C. §§ 105(a), 363(b), 364, 503(b)(9), 1107(a), and 1108 and Fed. R. Bankr. P. 6003 (I) Authorizing Payment of Prepetition Claims of Certain Critical Vendors and Service Providers; (II) Under 11 U.S.C. §§ 105(a), 363(c), and 503(b)(1)(A) and Fed. R. Bankr. P. 6003 Confirming Administrative Expense Priority Status of Debtors Undisputed Obligations for Postpetition Delivery of Goods and Services; and (III) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers and (B) Final Hearing Thereon [Docket No. 75 - filed May 12, 2016]
- iii. Certificate of No Objection Regarding Motion of Debtors for Order (I) Under 11 U.S.C. §§ 105(a), 363(b), 364, 503(b)(9), 1107(a), and 1108 and Fed. R. Bankr. P. 6003 (I) Authorizing Payment of Prepetition Claims of Certain Critical Vendors and Service Providers; (II) Under 11 U.S.C. §§ 105(a), 363(c), and 503(b)(1)(A) and Fed. R. Bankr. P. 6003 Confirming Administrative Expense Priority Status of Debtors' Undisputed Obligations for Postpetition Delivery of Goods and Services; and (III) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers [Docket No. 139 - filed June 3, 2016]
- iv. Final Order (I) Under 11 U.S.C. §§ 105(a), 363(b), 364, 503(b)(9), 1107(a), and 1108 and Fed. R. Bankr. P. 6003 (I) Authorizing Payment of Prepetition Claims of Certain Critical Vendors and Service Providers; (II) Under 11 U.S.C. §§ 105(a), 363(c), and 503(b)(1)(A) and Fed. R. Bankr. P. 6003 Confirming Administrative Expense Priority Status of Debtors' Undisputed Obligations for Postpetition Delivery of Goods and Services; and (III) Authorizing Financial Institutions to Honor and Process Related Checks and Transfers [Docket No. 159 - filed June 7, 2016]

Status: On June 7, 2016, the Court entered an order regarding this matter. Accordingly, a hearing on this matter is no longer necessary.

5. Motion of Debtors for Order Under 11 U.S.C. §§ 105(a), 363(b), 506(b), 1107(a), and 1108 and Fed. R. Bankr. P. 6003 Authorizing Payment of Certain (I) Operating Expenditures, (II) Joint Interest Billings, and (III) Shippers, Warehousemen and Mechanics Liens [Docket No. 9 - filed May 10, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT)

Objections / Responses Received: None.

Related Documents:

- i. Interim Order Under 11 U.S.C. §§ 105(a), 363(b), 506(b), 1107(a), and 1108 and Fed. R. Bankr. P. 6003 Authorizing Payment of Certain (I) Operating Expenditures, (II) Joint Interest Billings, and (III) Shippers, Warehousemen and Mechanics Liens [Docket No. 57 - filed May 11, 2016]
- ii. Notice of (A) Entry of Interim Order Under 11 U.S.C. §§ 105(a), 363(b), 506(b), 1107(a), and 1108 and Fed. R. Bankr. P. 6003 Authorizing Payment of Certain (I) Operating Expenditures, (II) Joint Interest Billings, and (III) Shippers, Warehousemen and Mechanics Liens and (B) Final Hearing Thereon [Docket No. 76 - filed May 12, 2016]
- iii. Certificate of No Objection Regarding Motion of Debtors for Order Under 11 U.S.C. §§ 105(a), 363(b), 506(b), 1107(a), and 1108 and Fed. R. Bankr. P. 6003 Authorizing Payment of Certain (I) Operating Expenditures, (II) Joint Interest Billings, and (III) Shippers, Warehousemen and Mechanics Liens [Docket No. 140 - filed June 3, 2016]
- iv. Final Order Under 11 U.S.C. §§ 105(a), 363(b), 506(b), 1107(a), and 1108 and Fed. R. Bankr. P. 6003 Authorizing Payment of Certain (I) Operating Expenditures, (II) Joint Interest Billings, and (III) Shippers, Warehousemen and Mechanics Liens [Docket No. 160 - filed June 7, 2016]

Status: On June 7, 2016, the Court entered an order regarding this matter. Accordingly, a hearing on this matter is no longer necessary.

6. Motion of Debtors for Order Under 11 U.S.C. §§ 105(a), 362(a)(3), and 541 Establishing Certain Notice and Hearing Procedures for Transfers of, or Worthlessness Deductions With Respect to, Certain Equity Interests of Chaparral Energy, Inc. [Docket No. 11 - filed May 10, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT)

Objections / Responses Received: None.

Related Documents:

- i. Interim Order Establishing Certain Notice and Hearing Procedures for Transfers of, or Worthlessness Deductions with Respect to, Certain Equity Interests of Chaparral Energy, Inc. [Docket No. 56 - filed May 11, 2016]
- ii. Notice of (A) Entry of Interim Order Establishing Certain Notice and Hearing Procedures for Transfers of, or Worthlessness Deductions with Respect to, Certain Equity Interests of Chaparral Energy, Inc. and (B) Final Hearing Thereon [Docket No. 82 - filed May 13, 2016]
- iii. Notice of (I) Notification Procedures Applicable to Substantial Shareholders and 50-Percent Shareholders of Chaparral Common Stock, (II) Notification and Hearing Procedures for Transferring Chaparral Equity Interests, (III) Notification and Hearing Procedures for Taking a Worthlessness Deduction with Respect to Chaparral Common Stock, and (IV) Allowing a Hearing on the Prospective Application Thereof [Docket No. 83 - filed May 13, 2016]
- iv. Certificate of No Objection Regarding Motion of Debtors for Order Under 11 U.S.C. §§ 105(a), 362(a)(3), and 541 Establishing Certain Notice and Hearing Procedures for Transfers of, or Worthlessness Deductions With Respect to, Certain Equity Interests of Chaparral Energy, Inc. [Docket No. 141 - filed June 3, 2016]
- v. Final Order Under 11 U.S.C. §§ 105(a), 362(a)(3), and 541 Establishing Certain Notice and Hearing Procedures for Transfers of, or Worthlessness Deductions With Respect to, Certain Equity Interests of Chaparral Energy, Inc. [Docket No. 161 - filed June 7, 2016]

Status: On June 7, 2016, the Court entered an order regarding this matter. Accordingly, a hearing on this matter is no longer necessary.

7. Motion of Debtors for Order Under Fed. R. Bankr. P. 1007(c) and Del. Bankr. L.R. 1007-1(b) Extending Time for Filing Schedules and Statements [Docket No. 98 - filed May 19, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT)

Objections / Responses Received: Informal comments from the Office of the United States Trustee (the “U.S. Trustee”)

Related Documents:

- i. Certificate of No Objection Regarding Motion of Debtors for Order Under Fed. R. Bankr. P. 1007(c) and Del. Bankr. L.R. 1007-1(b) Extending Time for Filing Schedules and Statements [Docket No. 142 - filed June 3, 2016]

- ii. Order Under Fed. R. Bankr. P. 1007(c) and Del. Bankr. L.R. 1007-1(b) Extending Time for Filing Schedules and Statements [Docket No. 162 - filed June 7, 2016]

Status: On June 7, 2016, the Court entered an order regarding this matter. Accordingly, a hearing on this matter is no longer necessary.

**III. MATTERS WITH CERTIFICATIONS OF COUNSEL:**

- 8. Motion of Debtors for Order Under 11 U.S.C. §§ 105(a), 363(b), 363(c), 507(a), 541, 1107(a), and 1108 and Fed. R. Bankr. P. 6003 (I) Authorizing Payment of Certain Prepetition Workforce Obligations, Including Compensation, Benefits, Expense Reimbursements, and Related Obligations, (II) Confirming Right to Continue Workforce Programs on Postpetition Basis, (III) Authorizing Payment of Withholding and Payroll-Related Taxes, (IV) Authorizing Payment of Prepetition Claims Owing to Administrators of, or Third Party Providers Under, Workforce Programs, and (V) Directing Banks to Honor Prepetition Checks and Fund Transfers for Authorized Payments [Docket No. 12 - filed May 10, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT)

Objections / Responses Received: Informal comments from the U.S. Trustee

Related Documents:

- i. Interim Order (I) Authorizing Payment of Certain Prepetition Workforce Obligations, Including Compensation, Benefits, Expense Reimbursements, and Related Obligations, (II) Confirming Right to Continue Workforce Programs on Postpetition Basis, (III) Authorizing Payment of Withholding and Payroll-Related Taxes, (IV) Authorizing Payment of Prepetition Claims Owing to Administrators of, or Third Party Providers Under, Workforce Programs, and (V) Directing Banks to Honor Prepetition Checks and Fund Transfers for Authorized Payments [Docket No. 60 - filed May 11, 2016]
- ii. Notice of (A) Entry of Interim Order (I) Authorizing Payment of Certain Prepetition Workforce Obligations, Including Compensation, Benefits, Expense Reimbursements, and Related Obligations, (II) Confirming Right to Continue Workforce Programs on Postpetition Basis, (III) Authorizing Payment of Withholding and Payroll-Related Taxes, (IV) Authorizing Payment of Prepetition Claims Owing to Administrators of, or Third Party Providers Under, Workforce Programs, and (V) Directing Banks to Honor Prepetition Checks and Fund Transfers for Authorized Payments and (B) Final Hearing Thereon [Docket No. 78 - filed May 12, 2016]
- iii. Certification of Counsel Regarding Final Order (I) Authorizing Payment of Certain Prepetition Workforce Obligations, Including Compensation,

Benefits, Expense Reimbursements, and Related Obligations, (II) Confirming Right to Continue Workforce Programs on Postpetition Basis, (III) Authorizing Payment of Withholding and Payroll-Related Taxes, (IV) Authorizing Payment of Prepetition Claims Owing to Administrators of, or Third Party Providers Under, Workforce Programs, and (V) Directing Banks to Honor Prepetition Checks and Fund Transfers for Authorized Payments [Docket No. 145 - filed June 3, 2016]

- iv. Final Order (I) Authorizing Payment of Certain Prepetition Workforce Obligations, Including Compensation, Benefits, Expense Reimbursements, and Related Obligations, (II) Confirming Right to Continue Workforce Programs on Postpetition Basis, (III) Authorizing Payment of Withholding and Payroll-Related Taxes, (IV) Authorizing Payment of Prepetition Claims Owing to Administrators of, or Third Party Providers Under, Workforce Programs, and (V) Directing Banks to Honor Prepetition Checks and Fund Transfers for Authorized Payments [Docket No. 163 - filed June 7, 2016]

Status: On June 7, 2016, the Court entered an order regarding this matter. Accordingly, a hearing on this matter is no longer necessary.

- 9. Debtors' Motion for Entry of Orders (A) Authorizing the Use of Cash Collateral, (B) Granting Adequate Protection to Prepetition Secured Parties, (C) Scheduling a Final Hearing, and (D) Granting Related Relief [Docket No. 18 - filed May 10, 2016]

Objection / Response Deadline: June 1, 2016 at 4:00 p.m. (EDT); extended to June 6, 2016 at 12:00 p.m. (EDT) for the Senior Notes

Objections / Responses Received: None.

Related Documents:

- i. Interim Order (I) Authorizing Postpetition Limited Use of the Use of Cash Collateral, (II) Granting Adequate Protection to Prepetition Secured Parties, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief [Docket No. 85 - filed May 13, 2016]
- ii. Notice of Filing of List of Prepetition Loan Documents in Connection with the Debtors' Motion for Entry of Orders A) Authorizing the Use of Cash Collateral, (B) Granting Adequate Protection to Prepetition Secured Parties, (C) Scheduling a Final Hearing, and (D) Granting Related Relief [Docket No. 86 - filed May 13, 2016]



- iii. Notice of (A) Entry of Interim Order (I) Authorizing Postpetition Limited Use of Cash Collateral, (II) Granting Adequate Protection to the Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 507, Bankruptcy Rules 2002, 4001, and 9014, and Local Bankruptcy Rule 4001-2, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001(b), and (V) Granting Related Relief and (B) Final Hearing Thereon [Docket No. 90 - filed May 16, 2016]
- iv. Certification of Counsel Regarding the Second Interim Order (I) Authorizing Postpetition Limited Use of Cash Collateral, (II) Granting Adequate Protection to the Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, and 507, Bankruptcy Rules 2002, 4001, and 9014, and Local Bankruptcy Rule 4001-2, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001(b), and (V) Granting Related Relief [Docket No. 154 - filed June 7, 2016]

Status: The hearing with respect to the final relief requested regarding this matter has been continued to June 22, 2016 at 11 a.m. (EDT). On June 7, 2016, the Debtors submitted a proposed form of second interim order with respect to this matter under certification of counsel. Accordingly, a hearing on this matter at this time is only necessary to the extent the Court has any questions or concerns.

- 10. Motion of Debtors for an Administrative Order Under 11 U.S.C. §§ 105(a) and 331, Fed. R. Bankr. P. 2016(a) and Del. Bankr. L.R. 2016-2 Establishing Procedures for Interim Compensation and Reimbursement of Professionals [Docket No. 97 - filed May 19, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT)

Objections / Responses Received: Informal comments from the U.S. Trustee

Related Documents:

- i. Certification of Counsel Regarding Order Under 11 U.S.C. §§ 105(a) and 331, Fed. R. Bankr. P. 2016(a) and Del. Bankr. L.R. 2016-2 Establishing Procedures for Interim Compensation and Reimbursement of Professionals [Docket No. 144 - filed June 3, 2016]
- ii. Order Under 11 U.S.C. §§ 105(a) and 331, Fed. R. Bankr. P. 2016(a) and Del. Bankr. L.R. 2016-2 Establishing Procedures for Interim Compensation and Reimbursement of Professionals [Docket No. 164 - filed June 7, 2016]

Status: On June 7, 2016, the Court entered an order regarding this matter. Accordingly, a hearing on this matter is no longer necessary.

**IV. UNCONTESTED MATTER GOING FORWARD:**

11. Motion of Debtors for Order Under 11 U.S.C. §§ 105(a) and 366 (I) Prohibiting Utility Companies from Altering or Discontinuing Service on Account of Prepetition Invoices, (II) Approving Deposit as Adequate Assurance of Payment, and (III) Establishing Procedures for Resolving Requests by Utility Companies for Additional Assurance of Payment [Docket No. 7 - filed May 9, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT)

Objections / Responses Received:

- A. Objection of Oklahoma Gas and Electric Company and Public Service Company of Oklahoma ("Oklahoma Gas") to the Motion of Debtors For Order Under 11 U.S.C. §§ 105(a) and 366 (I) Prohibiting Utility Companies From Altering or Discontinuing Service on Account of Prepetition Invoices, (II) Approving Deposit As Adequate Assurance of Payment, and (III) Establishing Procedures For Resolving Requests By Utility Companies For Additional Assurance of Payment [Docket No. 126 - filed May 27, 2016]
- B. Informal comments from CMS Electric Cooperative ("CMS")

Related Documents:

- i. Interim Order Under 11 U.S.C. §§ 105(a) and 366 (I) Prohibiting Utility Companies from Altering or Discontinuing Service on Account of Prepetition Invoices, (II) Approving Deposit as Adequate Assurance of Payment, and (III) Establishing Procedures for Resolving Requests by Utility Companies for Additional Assurance of Payment [Docket No. 62 - filed May 11, 2016]
- ii. Notice of (A) Entry of Interim Order Under 11 U.S.C. §§ 105(a) and 366 (I) Prohibiting Utility Companies from Altering or Discontinuing Service on Account of Prepetition Invoices, (II) Approving Deposit as Adequate Assurance of Payment, and (III) Establishing Procedures for Resolving Requests by Utility Companies for Additional Assurance of Payment and (B) Final Hearing Thereon [Docket No. 74 - filed May 12, 2016]
- iii. Notice of Withdrawal of Objection of Oklahoma Gas and Electric Company and Public Service Company of Oklahoma to the Motion of Debtors For Order Under 11 U.S.C. §§ 105(a) and 366 (I) Prohibiting Utility Companies From Altering or Discontinuing Service on Account of Prepetition Invoices, (II) Approving Deposit As Adequate Assurance of

Payment, and (III) Establishing Procedures For Resolving Requests By Utility Companies For Additional Assurance of Payment [Docket No. 165 - filed June 7, 2016]

- iv. Notice of Amended Exhibit A to Motion of Debtors for Order Under 11 U.S.C. §§ 105(a) and 366 (I) Prohibiting Utility Companies From Altering or Discontinuing Service on Account of Prepetition Invoices, (II) Approving Deposit as Adequate Assurance of Payment, and (III) Establishing Procedures for Resolving Requests by Utility Companies for Additional Assurance of Payment [Docket No. 166 - filed June 7, 2016]

Status: The Debtors have resolved the comments of CMS. Further, counsel to Oklahoma Gas has withdrawn the Oklahoma Gas Objection. Accordingly, the Debtors intend to present a revised order prior to or at the time of the hearing.

**V. CONTESTED MATTERS GOING FORWARD:**

- 12. Debtors' Application for Order Pursuant to 11 U.S.C. §§ 327(a) and 329, Fed. R. Bankr. P. 2014 and 2016, and Del. Bankr. L.R. 2014-1 and 2016-2 Authorizing Employment and Retention of Latham & Watkins LLP as Bankruptcy Co-Counsel *Nunc Pro Tunc* to Petition Date [Docket No. 99 - filed May 19, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT); extended for the U.S. Trustee to June 3, 2016 at 4:00 p.m. (EDT)

Objections / Responses Received:

- A. United States Trustee's Omnibus Limited Objection to Debtors' Applications for Orders Authorizing the Employment and Retention of Latham & Watkins LLP as Bankruptcy Co-Counsel (D.E. 99); Application to Retain Kurtzman Carson Consultants LLP as Administrative Consultant to the Debtors *Nunc Pro Tunc* to the Petition Date (D. E. 100); Richards, Layton & Finger, P.A. as Co-Counsel Pursuant to Section 327(a) of the Bankruptcy Code (D.E. 106); Opportune LLP as Financial Advisor for the Debtors and Debtors In Possession (D. E. 108) [Docket No. 137 - filed June 3, 2016]

Related Documents: None.

Status: The hearing on this matter will go forward on a contested basis.

- 13. Application of Debtors for Order Under 11 U.S.C. §§ 327 and 328, Fed. R. Bankr. P. 2014, and Del. Bankr. L. R. 2014-1 Authorizing Employment and Retention of Kurtzman Carson Consultants LLC as Administrative Advisor *Nunc Pro Tunc* to Petition Date [Docket No. 100 - filed May 19, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT); extended for the U.S. Trustee to June 3, 2016 at 4:00 p.m. (EDT)

Objections / Responses Received:

- A. United States Trustee's Omnibus Limited Objection to Debtors' Applications for Orders Authorizing the Employment and Retention of Latham & Watkins LLP as Bankruptcy Co-Counsel (D.E. 99); Application to Retain Kurtzman Carson Consultants LLP as Administrative Consultant to the Debtors *Nunc Pro Tunc* to the Petition Date (D. E. 100); Richards, Layton & Finger, P.A. as Co-Counsel Pursuant to Section 327(a) of the Bankruptcy Code (D.E. 106); Opportune LLP as Financial Advisor for the Debtors and Debtors In Possession (D. E. 108) [Docket No. 137 - filed June 3, 2016] (*Document located under tab 12.A.*)

Related Documents: None.

Status: The hearing on this matter will go forward on a contested basis.

14. Application of Debtors to Employ and Retain Richards, Layton & Finger, P.A. as Co-Counsel Pursuant to Section 327(a) of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016 and Local Rule 2014-1, *Nunc Pro Tunc* to the Petition Date [Docket No. 106 - filed May 20, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT); extended for the U.S. Trustee to June 3, 2016 at 4:00 p.m. (EDT)

Objections / Responses Received:

- A. United States Trustee's Omnibus Limited Objection to Debtors' Applications for Orders Authorizing the Employment and Retention of Latham & Watkins LLP as Bankruptcy Co-Counsel (D.E. 99); Application to Retain Kurtzman Carson Consultants LLP as Administrative Consultant to the Debtors *Nunc Pro Tunc* to the Petition Date (D. E. 100); Richards, Layton & Finger, P.A. as Co-Counsel Pursuant to Section 327(a) of the Bankruptcy Code (D.E. 106); Opportune LLP as Financial Advisor for the Debtors and Debtors In Possession (D. E. 108) [Docket No. 137 - filed June 3, 2016] (*Document located under tab 12.A.*)

Related Documents: None.

Status: The hearing on this matter will go forward on a contested basis.

15. Application of the Debtors Under Bankruptcy Code Sections 327(a) and 328(a), Bankruptcy Rules 2014(a) and 2016, and Local Bankruptcy Rules 2014-1 and

2016-2 Authorizing Employment and Retention of Evercore Group L.L.C. as Investment Banker to the Debtors *Nunc Pro Tunc* to the Petition Date [Docket No. 107- filed May 20, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT); extended to June 6, 2016 at 4:00 p.m. (EDT) for the U.S. Trustee; extended to June 7, 2016 at 11:59 a.m. (EDT) for the Senior Notes.

Objections / Responses Received:

- A. Limited Objection of the Ad Hoc Committee of Senior Noteholders to the Application of the Debtors Under Bankruptcy Code Sections 327(a) and 328(a), Bankruptcy Rules 2014(a) and 2016, and Local Bankruptcy Rules 2014-1 and 2016-2 Authorizing Employment and Retention of Evercore Group L.L.C. as Investment Banker to the Debtors *Nunc Pro Tunc* to the Petition Date [Docket No. 155 - filed June 7, 2016]
- B. Informal comments from the U.S. Trustee
- C. **Joint Reply to the Limited Objection of the Ad Hoc Committee of Senior Noteholders to the Debtors' Retention of Evercore Group L.L.C. [Docket No. 180 - filed June 8, 2016]**

Related Documents:

- i. **Joint Motion for an Order Granting the Debtors and Evercore Group L.L.C. Leave and Permission to File Joint Reply to the Limited Objection of the Ad Hoc Committee of Senior Noteholders to the Debtors' Retention of Evercore Group, L.L.C. [Docket No. 181 - filed June 8, 2016]**

Status: The hearing on this matter will go forward on a contested basis.

- 16. Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Opportune LLP as Financial Advisor for the Debtors and Debtors in Possession *Nunc Pro Tunc* to the Petition Date [Docket No. 108 - filed May 20, 2016]

Objection / Response Deadline: June 2, 2016 at 4:00 p.m. (EDT); extended for the U.S. Trustee to June 3, 2016 at 4:00 p.m. (EDT)

Objections / Responses Received:

- A. United States Trustee's Omnibus Limited Objection to Debtors' Applications for Orders Authorizing the Employment and Retention of

Latham & Watkins LLP as Bankruptcy Co-Counsel (D.E. 99); Application to Retain Kurtzman Carson Consultants LLP as Administrative Consultant to the Debtors *Nunc Pro Tunc* to the Petition Date (D. E. 100); Richards, Layton & Finger, P.A. as Co-Counsel Pursuant to Section 327(a) of the Bankruptcy Code (D.E. 106); Opportune LLP as Financial Advisor for the Debtors and Debtors In Possession (D. E. 108) [Docket No. 137 - filed June 3, 2016] (*Document located under tab 12.A.*)

Related Documents:

- i. **Amended Declaration of David Baggett in Support of the Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Opportune LLP as Financial Advisor for the Debtors and Debtors in Possession *Nunc Pro Tunc* to the Petition Date [Docket No. 187 - filed June 9, 2016]**

Status: The hearing on this matter will go forward on a contested basis.

Dated: June 9, 2016  
Wilmington, Delaware

/s/ Joseph C. Barsalona II  
Mark D. Collins (No. 2981)  
John H. Knight (No. 3848)  
Joseph C. Barsalona II (No. 6102)  
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