

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:  COBALT INTERNATIONAL ENERGY, INC., <i>et al.</i> <sup>1</sup>  Reorganized Debtors.	) ) ) ) ) ) )	Chapter 11  Case No. 17-36709 (MI)  (Jointly Administered)
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**STIPULATION AND AGREED ORDER REGARDING PROOF  
OF CLAIM NO. 93 FILED BY RLI INSURANCE COMPANY**

This stipulation and agreed order (the “Stipulation and Agreed Order”) is made by and between Nader Tavakoli, solely in his capacity as Lead Member and Chairman of the Plan Administrator Committee of Cobalt International Energy, Inc., *et al.* (the “Plan Administrator”), and RLI Insurance Company (“Claimant” and together with the Plan Administrator, the “Parties”).

**WHEREAS**, on December 14, 2017 (the “Petition Date”), Cobalt International Energy, Inc. and certain of its affiliates (collectively, the “Debtors,” and after the Effective Date, the “Reorganized Debtors”) filed voluntary petitions for relief in this Court under chapter 11 of title 11 of the United States Code;

**WHEREAS**, on February 22, 2018, the Court entered an order [Docket No. 469], which, among other things, established March 19, 2018 at 5:00 p.m. prevailing Central Time as the deadline for all non-governmental entities holding or wishing to assert a “claim” (as defined in

<sup>1</sup> The Reorganized Debtors in the Chapter 11 Cases, along with the last four digits of each Reorganized Debtor’s federal tax identification number, are: Cobalt International Energy, Inc. (1169); Cobalt International Energy GP, LLC (7374); Cobalt International Energy, L.P. (2411); Cobalt GOM LLC (7188); Cobalt GOM # 1 LLC (7262); and Cobalt GOM # 2 LLC (7316). The Reorganized Debtors’ service address is: 945 Bunker Hill Road, Suite 625, Houston, TX 77024.



section 101(5) of the Bankruptcy Code) against any of the Debtors that arose before the Petition Date to file a proof of such claim in writing;

**WHEREAS**, on March 15, 2018, Claimant filed *Proof of Claim No. 93* (the “Claim”) asserting a general unsecured claim against Cobalt International Energy, L.P. in an unliquidated amount;

**WHEREAS**, on April 5, 2018, the Court entered the *Order (I) Confirming the Fourth Amended Joint Chapter 11 Plan of Cobalt International Energy, Inc. and its Debtor Affiliates and (II) Approving the Sale Transaction* [Docket No. 784], which fourth amended plan of reorganization is attached to the Confirmation Order as Exhibit A (the “Plan”);

**WHEREAS**, on April 10, 2018, the effective date of the Plan occurred;

**WHEREAS**, among other things, the Plan provides:

[O]n and after the Effective Date, the Plan Administrator shall have the sole authority: (1) to File, withdraw, or litigate to judgment objections to Claims or Interests; (2) to settle or compromise any Disputed Claim or Disputed Interest without any further notice to or action, Order, or approval by the Bankruptcy Court; and (3) to administer and adjust the Claims Register to reflect any such settlements or compromises without any further notice to or action, Order, or approval by the Bankruptcy Court.

Plan Art. VII.B;

**WHEREAS**, as a result of discussions between the Parties concerning the Claim, the Parties have reached an agreement regarding the liquidated amount of the Claim filed by Claimant, as set forth herein.

**NOW, THEREFORE**, in consideration of the foregoing recitals, which are incorporated into this stipulation and agreed order, the Parties hereby stipulate and agree as follows:

1. Proof of Claim No. 93 filed by Claimant is hereby amended to assert a liquidated, general unsecured claim against Cobalt International Energy, L.P. in the amount of \$1,100,000.00.

2. Kurtzman Carson Consultants, LLC, as the Debtors' Claims, Noticing and Solicitation Agent, and the Clerk of the Court are authorized to take all necessary actions to effectuate the relief granted in this Order.

3. This Stipulation and Agreed Order is limited to the relief stated herein. Accordingly, it is without prejudice to the rights of the Plan Administrator to object to the Claim on any grounds whatsoever. The Plan Administrator expressly reserves and preserves all substantive or procedural objections he may have with respect to the Claim.

4. Notwithstanding the relief granted in this Stipulation and Agreed Order and any actions taken pursuant to such relief, nothing in this Stipulation and Agreed Order shall be deemed: (a) an admission as to the validity of any prepetition claim against a Debtor entity; (b) a waiver of the Plan Administrator's right to dispute any prepetition claim on any grounds; (c) a promise or requirement to pay any prepetition claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Stipulation and Agreed Order; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; or (f) a waiver of the Plan Administrator's rights under the Bankruptcy Code or any other applicable law.

**IT IS SO ORDERED.**

Dated: \_\_\_\_\_

\_\_\_\_\_  
HONORABLE MARVIN ISGUR  
UNITED STATES BANKRUPTCY JUDGE

**STIPULATED AND AGREED TO BY:**

**GREENBERG TRAURIG, LLP**

By: /s/ [Signature]  
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*Counsel for Nader Tavakoli, solely in his capacity as the Lead Member and Chairman of the Plan Administrator Committee of Cobalt International Energy, Inc., et al.*

**RLI INSURANCE COMPANY**

By: /s/ [Signature]  
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Director of Underwriting  
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Houston, TX 77098  
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*Pro Se*

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that on ~~October~~ 5 <sup>November</sup>, 2018, a true and correct copy of the foregoing was electronically filed with the Clerk of the United States Bankruptcy Court for the Southern District of Texas, and was served upon the parties eligible to receive notice through the Court's ECF facilities by electronic mail.

/s/ [Signature]  
David R. Eastlake