



ENTERED
12/28/2018

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

In re:)	
)	Chapter 11
COBALT INTERNATIONAL ENERGY, INC., <i>et al.</i> ¹)	Case No. 17-36709 (MI)
)	
Reorganized Debtors.)	(Jointly Administered)

**STIPULATION AND AGREED ORDER RESOLVING THE SCHEDULED CLAIM
OF LOCKTON COMPANIES LLC**

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 Lockton Companies LLC (the “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

¹ 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: 920 Memorial City Way, Suite 100, Houston, Texas 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 January 29, 2018, Debtor Cobalt International Energy, L.P. (“Cobalt L.P.”) filed its *Schedules of Assets and Liabilities* [Dkt. Nos. 335], as required by section 521 of the Bankruptcy Code (collectively, the “Schedules”), including, among others, “Schedule E/F” under which Cobalt L.P. listed its creditors which had general unsecured claims against Cobalt L.P. Under Schedule E/F, Cobalt L.P. scheduled the Claimant for a general unsecured claim (the “Claim”) in the amount of \$1,216,717.00;

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 resolving the Claim filed by the 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. The scheduled claim of Claimant is hereby allowed in the amount of \$937,000.00 as a general unsecured claim.

IT IS SO ORDERED.

Signed: December 28, 2018


Marvin Isgur
United States Bankruptcy Judge

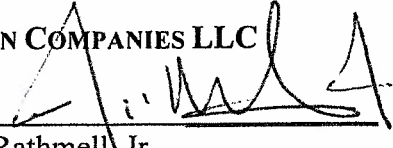
STIPULATED AND AGREED TO BY:

GREENBERG TRAURIG, LLP

By: 
Shari L. Heyen
Texas State Bar No. 09564750
HeyenS@gtlaw.com
David R. Eastlake
Texas State Bar No. 24074165
EastlakeD@gtlaw.com
1000 Louisiana, Suite 1700
Houston, Texas 77002
Telephone: 713-374-3500
Facsimile: 713-374-3505

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.

LOCKTON COMPANIES LLC

By: 
John A. Rathmell, Jr.
President, Marine & Energy
Texas Series of Lockton Companies, LLC
3657 Briarpark Drive, Ste. 700
Houston, Texas 77042

Pro Se

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on ~~September 17~~, 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/

David R. Eastlake

December 21 *re*