

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
EXTRACTION OIL & GAS, INC. <i>et al.</i> , ¹)	Case No. 20-11548 (CSS)
)	
Debtors.)	(Jointly Administered)
)	Re: Docket No. 521
)	Hearing Date: TBD ²
)	Objection Deadline: September 14, 2020 by 4:00 p.m.

**ROCKY MOUNTAIN MIDSTREAM LLC’S MOTION TO FILE UNDER SEAL ITS
OBJECTION TO THE DEBTORS’ SECOND OMNIBUS MOTION FOR ENTRY OF AN
ORDER AUTHORIZING REJECTION OF LEASES AND EXECUTORY CONTRACTS**

By this Motion (the “Seal Motion”), Rocky Mountain Midstream LLC (“RMM”) seeks the entry of an order, substantially in the form attached hereto as **Exhibit 1** (the “Proposed Order”), pursuant to sections 105(a) and 107(b) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 9018 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 9018-1 of the Local Rules of Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), authorizing RMM to filed under seal *Rocky Mountain Midstream LLC’s Objection to the Debtors’ Second Omnibus Motion for Entry of an Order Authorizing Rejection of Leases and Executory Contracts* [D.I. 521] (the “Objection”). In support of this Seal Motion, RMM respectfully represents as follows:

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Extraction Oil & Gas, Inc. (3923); 7N, LLC (4912); 8 North, LLC (0904); Axis Exploration, LLC (8170); Extraction Finance Corp. (7117); Mountaintop Minerals, LLC (7256); Northwest Corridor Holdings, LLC (9353); Table Mountain Resources, LLC (5070); XOG Services, LLC (6915); and XTR Midstream, LLC (5624) (collectively, the “Debtors”). The location of the Debtors’ principal place of business is 370 17th Street, Suite 5300, Denver, Colorado 80202.

² Local Rule 9018-1(f)(viii) provides, “If a Sealing Motion is filed in connection with . . . an objection . . . a motion to shorten notice shall not be required and the Court will consider the Sealing Motion at the applicable hearing date and any objections to the Sealing Motion may be presented at the hearing.” In between the time the Objection was filed and this Seal Motion is filed, the Debtors continued the hearing of the Motion to Reject to a date to be determined. Accordingly, this Seal Motion is not noticed for a particular hearing.



BACKGROUND

1. On August 11, 2020, the above-captioned debtors (the “Debtors”) filed the *Debtors’ Second Omnibus Motion for Entry of an Order (I) Authorizing Rejection of Unexpired Leases of Nonresidential Real Property and Executory Contracts Effective as of the Dates Specified Herein and (II) Granting Related Relief* [D.I. 412] (the “Motion to Reject”).

2. On August 25, 2020, RMM filed under seal its Objection, attaching copies of three Gas Gathering Agreements (as defined in the Objection). The Gas Gathering Agreements contain confidential and commercially sensitive information, such as pricing (the “Confidential Information”).

RELIEF REQUESTED

3. By this Seal Motion, RMM seeks the entry of an order, substantially in the form of the Proposed Order attached hereto as Exhibit 1, authorizing RMM to file the unredacted Objection under seal.

BASIS FOR RELIEF

4. Section 107 of the Bankruptcy Code balances the need for transparency during bankruptcy cases, with the practical necessity of protecting “a trade secret or confidential research, development, or commercial information.” 11 U.S.C. § 107(b)(1). This is implemented through Local Rule 9018-1(d), which provides that any entity seeking to file a document under seal must file a motion requesting such relief.

5. In the present case, sufficient cause exists for the Court to grant the relief sought by this Seal Motion in order to protect the Confidential Information. Contemporaneously herewith, RMM is filing a proposed publicly available version of the Objection, with the Confidential Information redacted.

CERTIFICATION PURSUANT TO LOCAL RULE 9018-1(d)

6. The undersigned counsel respectfully submits that the certification requirement of Local Rule 9018-1(d)(iv) is inapplicable, because RMM is both the “filer of the Sealing Motion” and the “Holder of Confidentiality Rights” as it relates to the Sealed Material, within the meaning of Local Rule 9018-1(d)(iv). However, the undersigned nevertheless conferred with Debtors’ counsel, who had no objection to the Seal Motion.

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CONCLUSION

WHEREFORE, RMM respectfully requests that the Court enter the Proposed Order, substantially in the form attached hereto as **Exhibit 1**, granting the relief requested herein and such other relief as the Court deems appropriate under the circumstances.

Dated: August 31, 2020

By: /s/ Lucian B. Murley
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**ATTORNEYS FOR ROCKY MOUNTAIN
MIDSTREAM LLC**

EXHIBIT 1

Proposed Order

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

In re:) Chapter 11
EXTRACTION OIL & GAS, INC. *et al.*,¹) Case No. 20-11548 (CSS)
Debtors.) (Jointly Administered)
) **Re: Docket Nos. 521 and _____**

**ORDER GRANTING ROCKY MOUNTAIN MIDSTREAM LLC'S MOTION TO FILE
UNDER SEAL ITS OBJECTION TO DEBTORS MOTION TO REJECT**

The Court has considered *Rocky Mountain Midstream LLC's Motion to File Under Seal Its Objection to Debtors' Motion to Reject* (the “Seal Motion”)² pursuant to sections 105(a) and 107(b) of the Bankruptcy Code, Bankruptcy Rule 9018, and Local Rule 9018-1. The Court finds that the requested relief is appropriate and that the Seal Motion should be granted. Accordingly, it is

ORDERED THAT:

1. RMM is authorized to file the Objection under seal in accordance with the requirements of Local Rule 9018-1(d).
2. RMM is authorized to take all actions necessary to effectuate the terms of this Order.

1 The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Extraction Oil & Gas, Inc. (3923); 7N, LLC (4912); 8 North, LLC (0904); Axis Exploration, LLC (8170); Extraction Finance Corp. (7117); Mountaintop Minerals, LLC (7256); Northwest Corridor Holdings, LLC (9353); Table Mountain Resources, LLC (5070); XOG Services, LLC (6915); and XTR Midstream, LLC (5624) (collectively, the "Debtors"). The location of the Debtors' principal place of business is 370 17th Street, Suite 5300, Denver, Colorado 80202.

² Capitalized terms not otherwise defined shall have the meaning set forth in the Seal Motion.

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

In re:)	Chapter 11
EXTRACTION OIL & GAS, INC. <i>et al.</i> ,)	Case No. 20-11548 (CSS)
Debtors.)	(Jointly Administered)

CERTIFICATE OF SERVICE

I, Lucian B. Murley, hereby certify that on August 31, 2020, a copy of the foregoing **Rocky Mountain Midstream LLC's Motion to File Under Seal Its Objection to the Debtors' Second Omnibus Motion for Entry of an Order Authorizing Rejection of Leases and Executory Contracts** was served through the Court's CM/ECF system upon all registered electronic filers appearing in this case and I caused a copy to be served on the parties on the attached service list in the manner indicated therein.

/s/ Lucian B. Murley

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Dated: August 31, 2020

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